

CENTERVIEW PARTNERS LLC
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(Hearing Date: TBD)
(Objection Deadline: TBD)

Investment Banker to the Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Case No. 12-12020 (MG)

RESIDENTIAL CAPITAL, LLC, et al.,

Chapter 11

Debtors.

Jointly Administered

**SUMMARY OF FIFTH INTERIM AND FINAL APPLICATION OF CENTERVIEW
PARTNERS LLC AS INVESTMENT BANKER FOR THE DEBTORS FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
PERIOD MAY 14, 2012 THROUGH DECEMBER 17, 2013**

Name of Applicant:

Centerview Partners LLC (“**Applicant**” or “**Centerview**”)

Authorized to Provide Professional Services to:

Residential Capital, LLC, *et al.* (collectively, the “**Debtors**”)

Date of Retention:

Order entered on July 26, 2012 retaining
Applicant *nunc pro tunc* to May 14, 2012

Period for which Interim Compensation and Reimbursement is sought:

September 1, 2013 through December 17, 2013

Amount of Interim Monthly Compensation Sought as Actual, Reasonable and Necessary:

\$1,200,000.00¹

Amount of Interim Expense Reimbursement Sought
as Actual, Reasonable and Necessary:

\$7,121.41²

Total Amount of Interim Compensation and Expense Reimbursement:

\$1,207,121.41

Note: Capitalized terms not defined herein are defined in Centerview’s engagement letter with the Debtors (see Section B).

¹ Includes 20% Monthly Fee holdback over the Fifth Interim Application Period.

² Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night.

Period for which Final Compensation and Reimbursement is sought: May 14, 2012 through December 17, 2013
(the “**Application Period**”)

Amount of Final Monthly Compensation Sought as Actual, Reasonable and Necessary: \$5,700,000.00¹

Amount of In-Court Transaction Fee Compensation Sought as Actual, Reasonable and Necessary: \$3,800,000.00²

Amount of Final Expense Reimbursement Sought as Actual, Reasonable and Necessary: \$68,853.16³

Total Amount of Final Compensation and Expense Reimbursement: \$9,568,853.16

This is a(n): ___ monthly X interim X final application.

¹ Includes 20% Monthly Fee holdback over the Application Period.

² Net of \$2,000,000.00 crediting of DIP fees and \$450,000.00 crediting of Monthly Advisory Fees. Paid by the Debtors on December 17, 2013 upon the Effective Date of the Plan pursuant to the Confirmation Order.

³ Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night. Adjusted for disallowed expenses.

Summary of Monthly Applications for Application Period:

Date Served	Compensation Period	Requested Fees	Requested Expenses²	Fees Paid	Expenses Paid	Amount of Fees in Holdback
First Monthly Fee Application 8/19/12 ¹	5/14/12 – 7/31/12	\$600,000.00	\$16,422.97 ³	\$600,000.00	\$16,422.97	-
Second Monthly Fee Application 9/25/12 ¹	8/1/12 – 8/31/12	\$300,000.00	\$1,616.22 ³	\$300,000.00	\$1,616.22	-
Third Monthly Fee Application 10/31/12 ¹	9/1/12 – 9/30/12	\$300,000.00	\$1,826.76 ³	\$300,000.00	\$1,826.76	-
Fourth Monthly Fee Application 11/28/12 ¹	10/1/12 – 10/31/12	\$300,000.00	\$10,840.90 ³	\$300,000.00	\$10,840.90	-
Fifth Monthly Fee Application 1/3/13 ¹	11/1/12 – 11/30/12	\$300,000.00	\$11,345.39 ³	\$300,000.00	\$11,345.39	-
Sixth Monthly Fee Application 2/5/12 ¹	12/1/12 – 12/31/12	\$300,000.00	\$4,420.87 ³	\$300,000.00	\$4,420.87	-

¹ Objection deadline has expired.

² Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night. Adjusted for disallowed expenses.

³ Expense amount was credited against the \$50,000.00 expense retainer.

Seventh Monthly Fee Application 2/27/13 ¹	1/1/13 – 1/31/13	\$300,000.00	\$6,329.72 ²	\$240,000.00	\$6,329.72	\$30,000.00
Eighth Monthly Fee Application 4/4/13 ¹	2/1/13 – 2/28/13	\$300,000.00	\$1,800.68	\$240,000.00	\$1,800.68	\$30,000.00
Ninth Monthly Fee Application 5/7/13 ¹	3/1/13 – 3/31/13	\$300,000.00	\$3,597.05	\$240,000.00	\$3,597.05	\$30,000.00
Tenth Monthly Fee Application 6/5/13 ¹	4/1/13 – 4/30/13	\$300,000.00	\$411.91	\$240,000.00	\$411.91	\$30,000.00
Eleventh Monthly Fee Application 7/9/13 ¹	5/1/13 – 5/31/13	\$300,000.00	\$238.14	\$240,000.00	\$238.14	\$30,000.00
Twelfth Monthly Fee Application 8/15/13 ¹	6/1/13 – 6/30/13	\$300,000.00	\$345.39	\$240,000.00	\$345.39	\$30,000.00
Thirteenth Monthly Fee Application 9/10/13 ¹	7/1/13 – 7/31/13	\$300,000.00	\$2,067.57	\$240,000.00	\$2,067.57	\$30,000.00

¹ Objection deadline has expired.

² After adjusting for disallowed expenses, \$3,526.89 of expenses was credited against the \$50,000.00 expense retainer, fully depleting the retainer.

Fourteenth Monthly Fee Application 10/11/13 ¹	8/1/13 – 8/31/13	\$300,000.00	\$468.18	\$240,000.00	\$468.18	\$30,000.00
Fifteenth Monthly Fee Application 10/28/13 ¹	9/1/13 – 9/30/13	\$300,000.00	\$1,018.18	\$240,000.00	\$1,018.18	\$60,000.00
Sixteenth Monthly Fee Application 11/21/13 ¹	10/1/13 – 10/31/13	\$300,000.00	\$1,040.96	\$240,000.00	\$1,040.96	\$60,000.00
Seventeenth Monthly Fee Application 1/6/14 ¹	11/1/13 – 11/30/13	\$300,000.00	\$5,001.45	\$240,000.00	-	\$60,000.00
Eighteenth Monthly Fee Application 2/4/13 ¹	12/1/13 – 12/17/13	\$300,000.00	\$60.82	\$210,000.00	-	\$90,000.00

¹ Objection deadline has expired.

Summary of Interim Fee Applications:

Date Served	Compensation Period	Requested Fees	Requested Expenses	Fees Allowed	Fees Paid¹	Expenses Allowed
First Interim Fee Application 10/19/12	5/14/12 – 8/31/12	\$900,000.00	\$18,761.48	\$900,000.00	\$900,000.00 ^{2,3}	\$18,039.19
Second Interim Fee Application 3/14/13	9/1/12 – 12/31/12	\$1,200,000.00	\$29,452.59	\$1,200,000.00	\$1,198,981.31 ³	\$28,433.92
Third Interim Fee Application 8/7/13	1/1/13 – 4/30/13	\$1,200,000.00	\$12,630.14	\$1,200,000.00	\$1,079,543.32	\$12,173.46
Fourth Interim Fee Application 11/18/13	5/1/13 – 8/31/13	\$1,200,000.00	\$3,878.62	\$1,200,000.00	\$1,079,240.66	\$3,119.28

¹ Reflects allowed fees, less 10% holdback, less reductions in expenses.

² Reduction in expenses credited against prepetition expense retainer.

³ 10% holdback was released to Centerview on September 26, 2013.

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

)
) Case No. 12-12020 (MG)

)
) Chapter 11

)
) Jointly Administered
)

**FIFTH INTERIM AND FINAL APPLICATION OF CENTERVIEW PARTNERS LLC
AS INVESTMENT BANKER FOR THE DEBTORS FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
MAY 14, 2012 THROUGH DECEMBER 17, 2013**

For its fifth interim and final application for compensation and reimbursement of expenses (the “**Application**”), for the interim period September 1, 2013 through December 17, 2013 (the “**Fifth Interim Application Period**”) and for the entire case period May 14, 2012 through December 17, 2013 (the “**Application Period**”), Centerview Partners LLC (“**Applicant**” or “**Centerview**”), investment banker to Residential Capital, LLC., *et al.*, as debtors and debtors-in-possession (collectively, the “**Debtors**”), respectfully represents as follows:

JURISDICTION, VENUE AND STATUTORY PREDICATES

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue

of this proceeding and this Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested herein are sections 328, 330, and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”). This Application has been prepared in accordance with General Order M-447, *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, effective as of January 29, 2013 (the “**Local Guidelines**”), and the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* effective January 30, 1996 (the “**UST Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”). Pursuant to the Local Guidelines, a certification regarding compliance with the Local Guidelines is attached hereto as Exhibit A.

BACKGROUND

A. The Chapter 11 Cases

3. On May 14, 2012 (the “**Petition Date**”), each of the Debtors filed a voluntary petition in this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors managed and operated their businesses as debtors-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108. These cases (the “**Chapter 11 Cases**”) were jointly administered pursuant to Bankruptcy Rule 1015(b).

4. On May 16, 2012, the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) appointed a nine member official committee of unsecured creditors (the “**Creditors’ Committee**”).

5. On June 20, 2012, the Court directed that an examiner be appointed and on July 3, 2012, the Court approved Arthur J. Gonzalez as the examiner (Docket Nos. 454, 674).

6. On December 20, 2012, the Court approved Judge James Peck as mediator for negotiations involving a potential settlement with Ally Financial Inc. (“**AFI**” or “**Ally**”).

7. On March 3, 2013, the Court approved Lewis Kruger as Chief Restructuring Officer to assist in developing a consensual Plan of Reorganization.

8. On May 13, 2013, the Examiner’s Report was filed with the Court under seal. On June 26, 2013, the Examiner’s Report was released by the Court.

9. On July 3, 2013, the Debtors filed a Plan of Reorganization (the “**Plan**” or the “**Debtors’ Plan**”) and accompanying Disclosure Statement with the Court.

10. On December 11, 2013, the Debtors’ Plan was confirmed by the Court, and the Plan went effective on December 17, 2013 (the “**Effective Date**”).

B. Applicant’s Retention

11. On June 26, 2012, the Debtors filed an Application (the “**Centerview Retention Application**”) for an Order pursuant to Sections 327(a), 328(a) and 1103 of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Rule 2014-1 of the Local Bankruptcy Rules for the Southern District of New York seeking authorization to retain Centerview as its investment banker and financial advisor *nunc pro tunc* to May 14, 2012.

12. On June 26, 2012, as an annex to the Centerview Retention Application, Centerview filed its engagement letter with the Debtors, dated as of October 18, 2011, (the “**Original Engagement Letter**”) along with the first amendment to the Original Engagement Letter, dated as of March 13, 2012 (the “**First Engagement Letter Amendment**”). The

Centerview Retention Application, along with the Original Engagement Letter and the First Engagement Letter Amendment, are annexed hereto as Exhibit B.

13. On July 26, 2012, the Court entered the *Order Under Bankruptcy Code Sections 327(a) and 328(a) Authorizing Employment and Retention of Centerview Partners LLC as Debtors' Investment Banker Nunc Pro Tunc to the Petition Date* (the “**Centerview Retention Order**”), approving Applicant’s retention.

14. On January 24, 2013, Centerview filed a second amendment to the Original Engagement Letter, dated as of January 17, 2013 (the “**Second Engagement Letter Amendment**”). The Second Engagement Letter Amendment, annexed hereto as Exhibit C, was approved by the Court on January 31, 2013.

15. On October 15, 2013, Centerview filed a third amendment to the Original Engagement Letter, dated as of October 10, 2013 (the “**Third Engagement Letter Amendment**”, together with the Original Engagement Letter, the First Engagement Letter Amendment and the Second Engagement Letter Amendment, the “**Engagement Letter**”). The Third Engagement Letter Amendment, annexed hereto as Exhibit D, was approved by the Court on October 30, 2013.

C. **Compensation**¹

16. Pursuant to the Engagement Letter, in consideration for the services provided during these Chapter 11 Cases, the Debtors have agreed to pay Centerview, pursuant to Section 328 of the Bankruptcy Code, and subject to the final approval of the Bankruptcy Court, (a) a Monthly Advisory Fee equal to \$300,000.00 payable each calendar month; and (b) an In-Court

¹ Capitalized terms not defined herein are defined in the Engagement Letter.

Transaction Fee equal to \$12,500,000.00, payable 50% upon entering into a definitive agreement or receiving commitments with respect to a sale or a restructuring and 50% upon consummation of a sale or restructuring. Centerview was paid 50% of the In-Court Transaction Fee (\$6,250,000.00) prior to the Petition Date, pursuant to the Engagement Letter. The portion of the In-Court Transaction Fee not paid prior to the Petition Date is subject to applicable crediting. Pursuant to the Engagement Letter, 50% of any Debtor-in-Possession Financing Fees (“**DIP Fees**”) above \$1,000,000 (\$500,000 minimum for each of two DIP facilities) and 50% of three Monthly Advisory Fees are requested to be credited against the In-Court Transaction Fee. As a result, 50% of \$4,000,000.00 of DIP Fees and 50% of three Monthly Advisory Fees are subject to crediting against the In-Court Transaction Fee (\$2,450,000.00 of total crediting). The portion of the In-Court Transaction Fee not paid prior to the Petition Date, as described above, was fully earned upon consummation of the sales of the Platform Assets and the Legacy Portfolio Assets (as such terms are defined herein), and due and payable on the Effective Date.

17. Additionally, Centerview is also entitled to reimbursement for all court-approved out-of-pocket expenses (including reasonable fees and expenses of its counsel) incurred by Centerview in connection with the engagement, other than counsel fees for services provided to Centerview that are duplicative of services provided by counsel to the Debtors and which do not relate to issues affecting Centerview.

18. Centerview now files this Application asking that the Court allow compensation for professional services rendered to the Debtors during the Application Period on a final basis in

the aggregate amount of \$9,500,000.00¹ and allowance of actual expenses incurred in connection with rendering such services in the aggregate amount of \$68,853.16.²

D. Interim Compensation

19. On July 17, 2012, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “**Interim Compensation Order**”) (Docket No. 797). Pursuant to the terms of the Interim Compensation Order, Centerview, among others, is authorized to file and submit monthly fee applications to the Debtors and their counsel, counsel for the Creditors’ Committee, counsel for Ally, counsel for Barclays Bank PLC and the United States Trustee (collectively, the “**Notice Parties**”).

20. On August 19, 2012, Centerview served its first monthly fee application covering the period from May 14, 2012 through July 31, 2012 (the “**First Monthly Fee Application**”) on the Notice Parties. On September 25, 2012, Centerview served its second monthly fee application covering the period from August 1, 2012 through August 31, 2012 (the “**Second Monthly Fee Application**”) on the Notice Parties. Centerview did not receive any objections to the First Monthly Fee Application or the Second Monthly Fee Application (collectively, the “**First Interim Period Monthly Fee Applications**”).

21. On October 19, 2012, Centerview served its first interim fee application covering the period from May 14, 2012 through August 31, 2012 (the “**First Interim Fee Application**”) on the Notice Parties. Centerview received an objection filed by the United States Trustee for

¹ Includes 20% Monthly Fee holdback over the Application Period and In-Court Transaction Fee, net of \$2,000,000 crediting of DIP Fees and \$450,000 crediting of Monthly Advisory Fees.

² Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night. Adjusted for disallowed expenses. \$50,000.00 of such expense balance credited against the entire \$50,000.00 prepetition expense retainer.

the Southern District of New York (the “**U.S. Trustee**”), pursuant to the Omnibus Objection of the United States Trustee Regarding Fee Applications for First Interim Compensation of Reimbursement of Expenses, and resolved such objection. The Court approved the First Interim Fee Application pursuant to the *Order Granting First Interim Fee Application*, but maintained that a 10% holdback of requested fees from the First Interim Period Monthly Fee Applications be left in place. Centerview received payment for the remaining 10% holdback for the First Interim Fee Application on September 26, 2013.

22. On October 31, 2012, Centerview served its third monthly fee application covering the period from September 1, 2012 through September 30, 2012 (the “**Third Monthly Fee Application**”) on the Notice Parties. On November 28, 2012, Centerview served its fourth monthly fee application covering the period from October 1, 2012 through October 31, 2012 (the “**Fourth Monthly Fee Application**”) on the Notice Parties. On January 3, 2013, Centerview served its fifth monthly fee application covering the period from November 1, 2012 through November 30, 2012 (the “**Fifth Monthly Fee Application**”) on the Notice Parties. On February 5, 2013, Centerview served its sixth monthly fee application covering the period from December 1, 2012 through December 31, 2012 (the “**Sixth Monthly Fee Application**”) on the Notice Parties. Centerview did not receive any objections to the Third Monthly Fee Application, the Fourth Monthly Fee Application, the Fifth Monthly Fee Application or the Sixth Monthly Fee Application (collectively, the “**Second Interim Period Monthly Fee Applications**”).

23. On March 14, 2013, Centerview served its second interim fee application covering the period from September 1, 2012 through December 31, 2012 (the “**Second Interim Fee Application**”) on the Notice Parties. Centerview received an objection filed by the U.S. Trustee, pursuant to the Omnibus Objection of the United States Trustee Regarding Fee

Applications for Second Interim Compensation of Reimbursement of Expenses, and resolved such objection. The Court approved the Second Interim Fee Application pursuant to the *Order Granting Second Interim Fee Application*, but maintained that a 10% holdback of requested fees from the Second Interim Period Monthly Fee Applications be left in place. Centerview received payment for the remaining 10% holdback for the Second Interim Fee Application on September 26, 2013.

24. On February 27, 2013, Centerview served its seventh monthly fee application covering the period from January 1, 2013 through January 31, 2013 (the “**Seventh Monthly Fee Application**”) on the Notice Parties. On April 4, 2013, Centerview served its eighth monthly fee application covering the period from February 1, 2013 through February 28, 2013 (the “**Eighth Monthly Fee Application**”) on the Notice Parties. On May 7, 2013, Centerview served its ninth monthly fee application covering the period from March 1, 2013 through March 31, 2013 (the “**Ninth Monthly Fee Application**”) on the Notice Parties. On June 5, 2013, Centerview served its tenth monthly fee application covering the period from April 1, 2013 through April 30, 2013 (the “**Tenth Monthly Fee Application**”) on the Notice Parties. Centerview did not receive any objections to the Seventh Monthly Fee Application, the Eighth Monthly Fee Application, the Ninth Monthly Fee Application or the Tenth Monthly Fee Application (collectively, the “**Third Interim Period Monthly Fee Applications**”).

25. On August 7, 2013, Centerview served its third interim fee application covering the period from January 1, 2013 through April 30, 2013 (the “**Third Interim Fee Application**”) on the Notice Parties. Centerview received an objection filed by the U.S. Trustee, pursuant to the Omnibus Objection of the United States Trustee Regarding Fee Applications for Third Interim Compensation of Reimbursement of Expenses, and resolved such objection. The Court

approved the Third Interim Fee Application pursuant to the *Order Granting Third Interim Fee Application*, but maintained that a 10% holdback of requested fees from the Third Interim Period Monthly Fee Applications be left in place. This 10% holdback for the Third Interim Fee Application remains outstanding.

26. On July 9, 2013, Centerview served its eleventh monthly fee application covering the period from May 1, 2013 through May 31, 2013 (the “**Eleventh Monthly Fee Application**”) on the Notice Parties. On August 15, 2013, Centerview served its twelfth monthly fee application covering the period from June 1, 2013 through June 30, 2013 (the “**Twelfth Monthly Fee Application**”) on the Notice Parties. On September 10, 2013, Centerview served its thirteenth monthly fee application covering the period from July 1, 2013 through July 31, 2013 (the “**Thirteenth Monthly Fee Application**”) on the Notice Parties. On October 11, 2013, Centerview served its fourteenth monthly fee application covering the period from August 1, 2013 through August 31, 2013 (the “**Fourteenth Monthly Fee Application**”) on the Notice Parties. Centerview did not receive any objections to the Eleventh Monthly Fee Application, the Twelfth Monthly Fee Application, the Thirteenth Monthly Fee Application or the Fourteenth Monthly Fee Application (collectively, the “**Fourth Interim Period Monthly Fee Applications**”).

27. On November 18, 2013, Centerview served its fourth interim fee application covering the period from May 1, 2013 through August 31, 2013 (the “**Fourth Interim Fee Application**”) on the Notice Parties. Centerview received an objection filed by the U.S. Trustee, pursuant to the Omnibus Objection of the United States Trustee Regarding Fee Applications for Fourth Interim Compensation of Reimbursement of Expenses, and resolved such objection. The Court approved the Fourth Interim Fee Application pursuant to the *Order*

Granting Fourth Interim Fee Application, but maintained that a 10% holdback of requested fees from the Fourth Interim Period Monthly Fee Applications be left in place. This 10% holdback for the Fourth Interim Fee Application remains outstanding.

28. On October 28, 2013, Centerview served its fifteenth monthly fee application covering the period from September 1, 2013 through September 30, 2013 (the “**Fifteenth Monthly Fee Application**”) on the Notice Parties. On November 21, 2013, Centerview served its sixteenth monthly fee application covering the period from October 1, 2013 through October 31, 2013 (the “**Sixteenth Monthly Fee Application**”) on the Notice Parties. On January 6, 2014, Centerview served its seventeenth monthly fee application covering the period from November 1, 2013 through November 30, 2013 (the “**Seventeenth Monthly Fee Application**”) on the Notice Parties. On February 4, 2014, Centerview served its eighteenth monthly fee application covering the period from December 1, 2013 through December 17, 2013 (the “**Eighteenth Monthly Fee Application**”) on the Notice Parties. Centerview did not receive any objections to the Fifteenth Monthly Fee Application, the Sixteenth Monthly Fee Application, the Seventeenth Monthly Fee Application or the Eighteenth Monthly Fee Application (collectively, the “**Fifth Interim Period Monthly Fee Applications**”).

29. To date, Centerview has received payments totaling \$4,730,000.00¹ for fees accrued from September 1, 2013 through December 17, 2013 (the “**Fifth Interim Application Period**”); \$270,000.00 of fees accrued during the Fifth Interim Application Period remain outstanding. Centerview’s expense balance for the Fifth Interim Application Period was \$7,121.41. This expense balance was not credited against the expense retainer established prior to the Petition Date because the retainer was depleted prior to the commencement of the Fifth

¹ Includes \$3,800,000.00 In-Court Transaction Fee, net of applicable crediting.

Interim Application Period. Centerview has not previously requested fees for the Fifth Interim Application Period.

30. To date, Centerview has received fees totaling \$8,990,000.00¹ for its services provided during the Application Period, from May 14, 2012 through December 17, 2013. Centerview's total expense balance for the Application Period was \$68,853.16,² of which \$50,000.00 was credited against the expense retainer established prior to the Petition Date.

31. The amounts payable to Centerview for services rendered during the Application Period are set forth on the following page.

¹ Net of \$240,000.00 remaining holdback (10%) from January 1, 2013 to August 31, 2013 and \$270,000.00 holdback from September 1, 2013 to December 17, 2013. Includes \$3,800,000.00 In-Court Transaction Fee, which is net of \$2,000,000.00 crediting of DIP Fees and \$450,000.00 crediting of Monthly Advisory Fees.

² Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night. Adjusted for disallowed expenses. \$50,000.00 credited against the prepetition expense retainer.

Category	Requested Fees (100%)	Requested Expenses ¹ (100%)	Total Requested	Fees Previously Paid	Expenses Previously Paid ¹	Net Amount Outstanding
First Interim Period (5/14/12 – 8/31/12)	\$900,000.00	\$18,039.19	\$918,039.19	\$900,000.00	\$18,039.19	-
Second Interim Period (9/1/12 – 12/31/12)	\$1,200,000.00	\$28,433.92	\$1,228,433.92	\$1,200,000.00	\$28,433.92	-
Third Interim Period (1/1/13 – 4/30/13)	\$1,200,000.00	\$12,139.36	\$1,212,139.36	\$1,080,000.00	\$12,139.36	\$120,000.00
Fourth Interim Period (5/1/13 – 8/31/13)	\$1,200,000.00	\$3,119.28	\$1,203,119.28	\$1,080,000.00	\$3,119.28	\$120,000.00
Fifth Interim Period (9/1/13 – 12/17/13)	\$1,200,000.00	\$7,121.41	\$1,207,121.41	\$930,000.00	\$2,059.14	\$275,062.27
In-Court Transaction Fee	\$3,800,000.00	-	\$3,800,000.00	\$3,800,000.00	-	-
Total	\$9,500,000.00	\$68,853.16	\$9,568,853.16	\$8,990,000.00	\$63,790.89	\$515,062.27

E. RELIEF REQUESTED

32. By this Application, Centerview seeks entry of an order (i) granting final allowance and award of compensation for the professional services rendered by it as investment banker and financial advisor for the Debtors during the Application Period, consisting of fees in the amount of \$9,500,000.00, plus reimbursement of actual and necessary expenses incurred by

¹ Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night. Adjusted for disallowed expenses. \$50,000.00 credited against the prepetition expense retainer.

Centerview during the Application in the amount of \$68,853.16, for a total of \$9,568,853.16; and (ii) authorizing the Debtors to make payment in respect of 100% of such fees and expenses.

33. Pursuant to Bankruptcy Rule 2016(b), there is no agreement or understanding between Centerview and any other person for the sharing of compensation to be received for services rendered in these cases.

34. Centerview does not maintain, in the normal course of providing financial advisory and investment banking services to its clients, detailed written time records, and does not bill its clients based on the number of hours expended by its professionals. However, Centerview has maintained written records in half-hour increments of the time expended by its professionals in the rendition of professional services to the Debtors in the Fee Period in accordance with the terms of the Retention Order. Such time records were made contemporaneously with the rendition of services by the person rendering such services. Subject to redaction for confidential information where necessary to protect the Debtors' estates, detailed copies of these written records have been furnished to this Court and the U.S. Trustee.

35. Pursuant to the UST Guidelines, annexed hereto as Exhibit E is a schedule setting forth all Centerview professionals who have performed services in these Chapter 11 Cases during the Application Period, the capacities in which Centerview employs each individual and the aggregate number of hours expended in this matter.

36. Pursuant to Section II.D of the UST Guidelines, annexed hereto as Exhibit E is a summary by project categories of the services performed by Centerview during the Application Period.

37. Annexed hereto as Exhibit G is a schedule specifying the categories of expenses for which Centerview is seeking reimbursement and the total amount for each such

expense category.

38. Annexed hereto as Exhibit H is a schedule specifying on a detailed basis the hours expended by Centerview professionals who have performed services in these Chapter 11 Cases during the Application Period.

39. Annexed hereto as Exhibit I is a schedule specifying on a detailed basis the expenses for which Centerview is seeking reimbursement.

40. Annexed hereto as Exhibit J is an auxiliary schedule of invoices for certain expenses incurred by Centerview during the Application period for which Centerview is seeking reimbursements.

41. Centerview has not received any payments from the Debtors other than those sought by this Application; those requested in the First Interim Fee Application, in the Second Interim Fee Application, in the Third Interim Fee Application and in the Fourth Interim Fee Application; and those set forth in the Centerview Retention Application.

F. DESCRIPTION OF SERVICES

42. The Debtors' Chapter 11 Cases were large and complex. Centerview dedicated significant resources to help the Debtors reorganize and sell their businesses and finance their operations during these Chapter 11 Cases. Centerview's work did not begin on the Petition Date. Between the execution of the Engagement Letter in October 2011 and the Petition Date, Centerview worked tirelessly to explore the Debtors' strategic alternatives and expended thousands of hours sourcing and negotiating the terms of post-petition financing and running a sale process for the Debtors' assets which ultimately resulted in the selection of two stalking horse bidders.

43. The following summary of services rendered during the Application Period is not intended to be a detailed description of the work performed. A summary description of the post-petition work performed during the Application Period, categorized by project code, and those day-to-day services and the time expended in performing such services is set forth in Exhibit F. The following summary highlights certain key areas in which Applicant provided services to the Debtors during the Application Period. In general, Centerview has represented the Debtors in connection with the following aspects of the Chapter 11 Cases:

DIP Financing

44. Leading up to the Petition Date, Centerview assisted the Debtors in evaluating and securing post-petition debtor-in-possession financing from two different sources, AFI and Barclays Bank PLC (“**Barclays**”) (the “**DIP Facilities**”). The Debtors and Centerview determined that it was essential to secure the DIP Facilities in order to allow the Debtors to continue to operate their businesses in the ordinary course during the Chapter 11 Cases. In particular, the DIP Facilities allowed the Debtors to continue making servicing advances, a key obligation of the Debtors required to retain servicing contracts and to maintain relationships with the government-sponsored agencies Fannie Mae, Freddie Mac and Ginnie Mae. During the Application Period, Centerview supported the Debtors with a number of tasks in connection with the DIP financing processes, including:

- (a) analyzing the Debtors’ liquidity and projected cash flows;
- (b) contacting and communicating frequently with potential lenders, including AFI, Barclays, other prepetition providers of debt capital to the Debtors and certain potential other third party capital providers;
- (c) evaluating key terms of DIP financing arrangements proposed by potential capital providers, including structure, collateral to be pledged, principal amount, pricing and fee structure;

- (d) assisting the Debtors and their other advisors in restructuring the Debtors' cash management system into "islands," which allowed for the partitioning of cash flow and collateral required to consummate the DIP Facilities;
- (e) engaged with AFI and Barclays in extensive diligence and negotiations regarding the DIP Facilities; and
- (f) prepared motions and declarations in support of the DIP Facilities.

Sale Activities

45. Upon the Court's approval of the stalking horse APAs (the "**Nationstar APA**" for the "**Platform**" assets and the "**Berkshire APA**" for the "**Legacy Portfolio**" assets), Centerview assisted the Debtors and their other advisors in launching and completing sale processes for the Debtors' servicing and origination platforms and related assets (the "**Platform Assets**") and the Debtors' whole loan and trading securities portfolio (the "**Legacy Portfolio Assets**"). These processes culminated in a successful auction during the period October 23, 2012 through October 25, 2012, which resulted in an increase in value from the stalking horse agreements of approximately \$900 million. The sale of the Platform Assets closed on January 31, 2013 to Walter Investment Management Corp. ("**Walter**") and on February 15, 2013 to Ocwen Financial Corp. ("**Ocwen**") and the sale of the Legacy Portfolio Assets closed on January 31, 2013 to Berkshire Hathaway Inc. ("**Berkshire**"). Centerview then assisted the Debtors, Walter, Ocwen and Berkshire during the subsequent true-up periods pursuant to the Ocwen/Walter and Berkshire APAs. Additionally, Centerview assisted the Debtors in the sale of certain Platform Assets excluded from the sale to Ocwen and Walter due to cure objections previously asserted by certain counterparties. During the Application Period, Centerview supported the Debtors in many different activities in connection with these asset sales, including:

- (a) assisting the Debtors in evaluating competing stalking horse bids which the Debtors received on the eve of the hearing to approve Sale Procedures;
- (b) assisting the Debtors and their other advisors in negotiating with competing stalking horse bidders, ultimately resulting in \$175 million of incremental value generated for the Debtors;
- (c) developing a list of potentially interested strategic and financial buyers, and contacting such potential buyers;
- (d) facilitating the negotiation of NDAs with interested potential buyers;
- (e) providing significant due diligence materials to potential buyers, their potential lenders and their advisors, including managing and populating a virtual data room with volumes of critical documents (comprising approximately 72 gigabytes of data);
- (f) assisting the Debtors in drafting and developing marketing materials, including a confidential information memorandum, a management presentation for potential Platform bidders and a revised business plan, among other items;
- (g) coordinating the Debtor's key operational and financial personnel for in-person management presentations with interested potential Platform bidders;
- (h) communicating regularly with governmental agencies including Fannie Mae, Freddie Mac and Ginnie Mae, among others;
- (i) coordinating on-site diligence sessions at multiple of the Debtors' facilities with various bidder consortia and preparing materials in connection therewith;
- (j) assisting the Debtor in preparing monthly reporting schedules as required under the Nationstar APA;
- (k) evaluating the financial wherewithal of each bidder, including reviewing their financing commitment letters, balance sheets and ability to commit capital to a purchase;
- (l) assisting the Debtors in quantifying non-purchase related APA adjustments, including the likelihood of amending the financing language in certain of the Debtors' pooling and servicing agreements, the cost of transferring loans off the Debtors' servicing platform and the cost of severing the Debtors employees;
- (m) developing analysis to address the runoff of master servicing advances and conducting calls with the Creditors' Committee (the "UCC") on such topic;
- (n) negotiating APA language with Ocwen post-auction to reflect in the APA accommodations made by Ocwen during the auction;

- (o) negotiating with Fannie Mae and Freddie Mac on behalf of the Debtors over its cure claim, thus helping to enable the close of the asset sale to Walter and Ocwen, respectively; and
- (p) assisting the Debtors and Ocwen, Walter and Berkshire with various closing-related items, including preparation and finalization of purchase price schedules, analysis of flow of funds to the Debtors' Estate and sale proceeds allocation, and the transfer of funds from the Purchasers to the Debtors' Estate.

Plan of Reorganization / Litigation Settlement

46. Centerview, the Debtors and their other advisors spent meaningful time building consensus towards what ultimately became the Debtors' Plan of Reorganization. Centerview's involvement with the Debtors' Plan of Reorganization included (i) participating in many hours of mediation sessions, (ii) assisting in the development of the methodology used to determine unit distribution to the various constituents under a proposed Plan of Reorganization, (iii) analyzing the structure and amount of unit distribution under the various proposed Plan of Reorganization structures and explaining such analysis to all parties participating in the mediation and, (iv) participating in due diligence sessions with the various constituents to understand and evaluate their claims across the various Debtor entities, among other items.

Creditor Constituencies

47. Centerview, the Debtors and their other advisors dedicated significant time to facilitating due diligence, responding to questions and discussing key case issues with the Debtors' creditor constituencies, including the UCC, advisors to the 9.625% Junior Secured Noteholders (the "JSNs") and AFI, among others. Centerview's involvement with the Debtors' creditor constituencies has included but was not limited to the following:

- (a) developing and providing informational materials weekly on progress of the Platform and Legacy Portfolio sale processes;

- (b) preparing materials outlining potential strategies for monetizing certain of the Debtors' assets and furnishing diligence materials with respect to such assets;
- (c) participating in frequent calls with various creditor constituencies with respect to diligence inquiries, sale updates, case administration and discussions pertaining to various procedural matters;
- (d) assisting the Debtors and their other advisors in analyzing a variety of issues with respect to the collateral of certain creditor constituencies and liens on Debtor assets, including adequate protection/diminution in value and issues related to intercompany claims among Debtor entities;
- (e) preparing an expert report, and testifying to such report, to address issues with respect to the JSNs' collateral (the "**Expert Report**");
- (f) performing significant incremental diligence on the Debtors regarding Petition Date asset balances and other related items in connection with the Expert Report;
- (g) with respect to the Expert Report, preparing and analyzing Petition Date assessments of the Debtors' assets and specifically the JSNs' collateral;
- (h) reviewing and analyzing expert reports submitted by the JSNs' advisors, and preparing rebuttal analyses in response to those reports for the benefit of counsel during litigation;
- (i) attending mediation sessions with the advisors to the UCC and the JSNs; and
- (j) preparing materials outlining potential strategies for monetizing certain of the Debtors' assets and furnishing diligence materials with respect to such assets.

Case Administration

48. Centerview assisted the Debtors and their other advisors with respect to a significant number of case-related matters pertaining to the sale process; post-petition operating activities; the plan of reorganization; the Disclosure Statement; plan mediation; testimonies, depositions and other preparation for the adversary proceedings; and other related issues.

Centerview's case-related administration activities included, among other tasks:

- (a) preparing for and attending court hearings and other sessions, including:
 - i. the November 19, 2012 through November 20, 2012 sale hearing,

- ii. the April 22, 2013 through April 23, 2013 Global Mediation sessions,
 - iii. the May 7, 2013 exclusivity hearing,
 - iv. the May 9, 2013 and June 26, 2013 Mediation Sessions led by Judge Peck,
 - v. the May 14, 2013 cash collateral hearing,
 - vi. the August 21, 2013 Disclosure Statement Hearing,
 - vii. various sessions relating to Phase I of the JSN adversary proceedings,
 - viii. the October 20, 2013 through October 25, 2013 Plan confirmation hearing, and
 - ix. the December 11, 2013 Plan closing arguments and final confirmation.
- (b) assisting in the drafting of motions and declarations related to the Debtors' post-petition financing process, the Debtors' Platform and Legacy Portfolio sales, the Debtors' FHA Sale Process and the Debtors' use of cash collateral;
 - (c) preparing for and participating in depositions on a variety of case-related topics;
 - (d) reviewing and providing comments to the Debtors' declarations with respect to post-petition operations;
 - (e) assisting the Debtors and their other advisors in drafting and preparing key case filings, including the Disclosure Statement and the Plan of Reorganization; and
 - (f) assisting in the drafting of testimony and statements of fact for key witnesses on behalf of the Debtors in the adversary proceedings.

FHA Sale Process

49. Centerview assisted the Debtors and their other advisors in formulating a sale process beginning January 2013 for a portion of whole loans remaining in the Debtors' estates that is insured by the Federal Housing Association (the "**FHA Sale Process**" for the "**FHA Portfolio**"). After the January 2013 FHA Sale Process concluded, Centerview assisted the Debtors in continuing to market the FHA Portfolio. Centerview advised the Debtors in various capacities related to the FHA Sale Process during the Application Period, including:

- (a) coordinating with the Debtors and their other advisors in revising and analyzing the population of FHA loans to be marketed;
- (b) assisting the Debtors in drafting and revising the Mortgage Loan Purchase and Interim Servicing Agreement;
- (c) assisting the Debtors in drafting an offering memorandum and in assembling loan level data tapes to provide to bidders executing non-disclosure agreements; and
- (d) analyzing bids received and drafting presentations with respect to such analysis for the Debtors' Board of Directors.

50. The foregoing description of services rendered by Applicant in specific areas is not intended to be exhaustive of the scope of Applicant's activities in the Chapter 11 Cases. The time records attached hereto as Exhibit H present more completely the work performed by Applicant in each billing category during the Application Period.

51. The professional services performed by Applicant were necessary and beneficial to the administration of the Debtors' Chapter 11 Cases and in the best interests of the Debtors and other parties in interest. Compensation for the services described above is commensurate with the complexity, importance and nature of the problems, issues or tasks involved.

G. CALCULATION OF CENTERVIEWS' FEES FOR PROFESSIONAL SERVICES RENDERED TO THE DEBTORS DURING THE APPLICATION PERIOD

52. Pursuant to the Engagement Letter, Centerview is entitled to (a) a Monthly Advisory Fee equal to \$300,000.00 per month (\$5,700,000.00 in aggregate), and (b) an In-Court Transaction Fee equal to \$12,500,000.00, 50% of which was paid by the Debtors prior to the Petition Date. The remaining 50% of the In-Court Transaction Fee (\$6,250,000.00), which was fully earned upon consummation of the sales of the Platform Assets and the Legacy Portfolio Assets, and due and payable on the Effective Date, is subject to crediting of 50% of DIP Fees

over \$1,000,000 (\$500,000 minimum for each of two DIP Fees) and 50% of three Monthly Advisory Fees.

53. Centerview credited the sum of (a) \$2,000,000.00 in connection with DIP Fees and (b) 50% of three Monthly Advisory Fees (\$450,000.00) against 50% of the \$12,500,000.00 In-Court Transaction Fee, resulting in a net In-Court Transaction Fee of \$3,800,000.00 ($\$12,500,000.00 \times 50\% = \$6,250,000.00$; $\$6,250,000.00 - \$2,450,000.00 = \$3,800,000.00$).

H. NOTICE

54. In accordance with the Interim Compensation Order, Centerview will provide copies of this Application to (i) this Court, (ii) the Office of the United States Trustee for the Southern District of New York, (iii) the Debtors and their counsel, (iv) counsel to the Creditors' Committee, (v) counsel to AFI, (vi) the liquidating trustee for the Debtors (the "**Liquidating Trustee**") and (vii) the parties-in-interest who have formally requested notice by filing a written request pursuant to Bankruptcy Rule 2002 and the Local Rules.

I. CONCLUSION

55. Based on the foregoing, Applicant requests an order (i) approving final compensation in the amount of \$9,500,000.00¹ and reimbursement of expenses in the amount of \$68,853.16², (ii) directing payment of all compensation currently held back in connection with the Third, Fourth and Fifth Interim Period Monthly Fee Applications, and (iii) granting such other and further relief as may be just and proper.

Dated: March 3, 2014



Marc D. Puntus
Partner

Investment Banker for Residential Capital, LLC, et al.

Centerview Partners LLC
31 West 52nd Street, 22nd Floor
New York, NY 10019
Telephone: (212) 380-2650
Facsimile: (212) 380-2651

¹ Includes In-Court Transaction Fee of \$3,800,000.00, which is net of applicable crediting.

² Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night. Adjusted for disallowed expenses. \$50,000.00 of expenses credited against pre-petition expense retainer.

EXHIBIT A

CENTERVIEW PARTNERS LLC
31 West 52nd Street, 22nd Floor
New York, NY 10019
Telephone: (212) 380-2650
Facsimile: (212) 380-2651

*Investment Banker to the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
_____)	

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF
FIFTH INTERIM AND FINAL APPLICATION OF CENTERVIEW PARTNERS LLC
AS INVESTMENT BANKER FOR THE DEBTORS FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD MAY 14, 2012 THROUGH DECEMBER 17, 2013**

I, Marc D. Puntus, hereby certify that:

1. I am a partner with the applicant firm, Centerview Partners LLC (the “**Firm**”), which serves as Investment Banker to Residential Capital, LLC., *et al.*, as debtors and debtors in possession (collectively, the “**Debtors**”).

2. This certification is made in respect of the Firm’s compliance with the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, Administrative Order M-447, effective as of January 29, 2013 (the “**Local Guidelines**”), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330*, adopted on

January 30, 1996 (the “**UST Guidelines**”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “**Interim Compensation Order**”) (Docket No. 797), and collectively with the Local Guidelines and UST Guidelines, the “**Guidelines**”), in connection with the Firm’s application, dated March 3, 2014, for interim compensation and reimbursement of expenses for the interim period commencing September 1, 2013 through and including December 17, 2013, and final compensation and reimbursement of expenses for the period commencing May 14, 2012 through and including December 17, 2013 (the “**Application**”), in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and expenses sought fall within the Guidelines;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Firm and generally accepted by the Firm’s clients; and
- (d) in providing the reimbursable services reflected in the Application, the Firm did not make a profit on those services, whether performed by the Firm in-house or through a third party.

4. In respect of Section A.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that the Firm has complied with the provisions requiring it to provide the United States Trustee for the Southern District of New York and the Debtors and their attorneys with a statement of the Firm’s fees and expenses accrued during the previous month.

5. To the extent the Application requests reimbursement for airfare expenses, I certify that all airfares are coach or economy class.

6. In respect of Section A.3 of the Local Guidelines, I certify that each of the Debtors, their attorneys, and the United States Trustee for the Southern District of New York is being provided with a copy of the Application.

Dated: March 3, 2014



Marc D. Puntus
Partner

Investment Banker for Residential Capital, LLC, et al.

Centerview Partners LLC
31 West 52nd Street, 22nd Floor
New York, NY 10019
Telephone: (212) 380-2650
Facsimile: (212) 380-2651

EXHIBIT B

**RETENTION APPLICATION OF CENTERVIEW PARTNERS LLC, ENGAGEMENT
LETTER BETWEEN CENTERVIEW PARTNERS LLC AND THE DEBTORS DATED
OCTOBER 18, 2011 AND FIRST AMENDMENT TO THE ENGAGEMENT LETTER
BETWEEN CENTERVIEW PARTNERS LLC AND THE DEBTORS DATED MARCH
13, 2012; FILED JUNE 26, 2012**

Hearing Date: July 13, 2012 at 10:00 a.m. (ET)
Objection Deadline: July 6, 2012 at 4:00 p.m. (ET)

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Larren M. Nashelsky
Gary S. Lee
Lorenzo Marinuzzi

*Proposed Counsel for the
Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	
	)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	
	)	Chapter 11
Debtors.)	
	)	Jointly Administered
)	
)	
_____)	

**DEBTORS' APPLICATION FOR ORDER UNDER
BANKRUPTCY CODE SECTIONS 327(a) AND 328(a) AUTHORIZING
EMPLOYMENT AND RETENTION OF CENTERVIEW PARTNERS LLC
AS INVESTMENT BANKER**

TO THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE:

The debtors and debtors in possession in the above-captioned cases
(collectively, the "Debtors")¹ hereby apply (the "Application")² for entry of an order, the

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the Whitlinger Affidavit (defined below).

² Creditors and parties-in-interest with questions or concerns regarding the Debtors' Chapter 11 cases or the relief requested in this Application may refer to <http://www.kccllc.net/rescap> for additional information.



proposed form of which is attached as Exhibit 1, under sections 327(a) and 328(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), authorizing the employment and retention of Centerview Partners LLC (“Centerview”) as investment banker for the Debtors. In support of this Application, the Debtors rely on the Declaration of Marc D. Puntus (the “Puntus Declaration”), a partner of Centerview and the co-head of its Restructuring Group, attached hereto as Exhibit 2. In further support of this Application, the Debtors respectfully state as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider the Application under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Application in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are Bankruptcy Code sections 327(a) and 328 as supplemented by Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1.

BACKGROUND

2. On May 14, 2012 (the “Petition Date”), each of the Debtors filed a voluntary petition in this Court for relief under Chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. These cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). No trustee has been appointed in these Chapter 11 cases; however, the Court has directed that an examiner be appointed.

3. On May 16, 2012, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed a nine member official committee of unsecured creditors (the “Creditors’ Committee”).

4. The Debtors are a leading residential real estate finance company indirectly owned by Ally Financial Inc., which is not a Debtor. The Debtors and their non-debtor affiliates operate the fifth largest mortgage loan servicing business and the tenth largest residential mortgage loan origination business in the United States. A more detailed description of the Debtors, including their business operations, their capital and debt structure, and the events leading to the filing of these bankruptcy cases, is set forth in the Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Support of Chapter 11 Petitions and First Day Pleadings (D.E. No. 6) (the “Whitlinger Affidavit”).

RELIEF REQUESTED

5. By this Application, the Debtors seek entry of an order authorizing the employment and retention of Centerview as the Debtors’ investment banker, *nunc pro tunc* to the Petition Date, in accordance with the provisions of this Application, the Engagement Letter (as defined herein), and the proposed order submitted herewith.

BASIS FOR RELIEF

6. Centerview’s services will be rendered upon the terms and conditions of an engagement letter dated October 18, 2011, by and between Centerview and the Debtors, as amended on March 13, 2012 (the “Engagement Letter”), a copy of which is attached hereto with the above-mentioned amendment as Exhibit 3 and incorporated by reference herein.

7. Established in 2006, Centerview is a full-service investment banking boutique providing financial advisory services, including mergers and acquisitions and restructuring

advice, across a broad range of industries, including financial institutions. Centerview serves a diverse set of clients around the world from its offices in New York, Los Angeles, San Francisco and London. Centerview's Restructuring Group, which was founded in 2011, has expertise in designing and managing complex restructuring processes among a wide range of stakeholders, and a demonstrated track record of designing, negotiating and implementing amendments, exchange offers, financings, distressed merger and acquisitions transactions and out-of-court and in-court restructurings. Centerview and its principals have advised debtors, lenders, committees and acquirors in many complex financial reorganizations. The Firm's professionals have been involved in transactions representing over \$100 billion in restructured debt.

8. The Debtors selected Centerview as their investment banker based upon, among other things, the Debtors' need to retain an investment banking firm to provide advice with respect to the Debtors' restructuring activities and the extensive experience and excellent reputation of Centerview's professionals in providing investment banking services in complex chapter 11 cases.

9. On October 18, 2011, prior to the Petition Date, the Debtors engaged Centerview to provide general restructuring advice in connection with the Debtors' attempts to complete a strategic restructuring, reorganization, recapitalization and/or M&A transaction and, if necessary, to prepare for the Debtors' commencement of chapter 11 cases.

10. In providing prepetition services to the Debtors in connection with these matters, Centerview's professionals have worked closely with the Debtors' management and other professionals and have become well-acquainted with the Debtors' financial history, debt structure, creditors, business and operations and related matters. Accordingly, Centerview has

developed significant relevant experience and expertise regarding the Debtors that will assist it in providing effective and efficient services in these cases.

11. Specifically, Centerview's professionals, including while employed at other firms, have provided financial advisory, investment banking and other services in connection with the in-court restructuring of numerous companies, including: Acterna Corporation, Case No. 03-12837 (BRL) (Bankr. S.D.N.Y.); Amtrol Holdings, Inc., Case No. 06-11446 (KG) (Bankr. D. Del.); Bruno's Inc., Case Nos. 98-212 (SLR) through 98-223 (SLR) (Bankr. N.D. Ala.); Calpine Corporation, Case No. 05-60200 (BRL) (Bankr. S.D.N.Y.); Charter Communications, Inc., Case No. 09-11435 (JMP) (Bankr. S.D.N.Y.); Dana Corporation, Case No. 06-10354 (BRL) (Bankr. S.D.N.Y.); Dura Automotive Systems, Inc., Case No. 06-11202 (KJC) (Bankr. D. Del.); Fairpoint Communications Inc., 09-16335 (BRL) (Bankr. S.D.N.Y.); General Growth Properties, Inc., Case No. 09-11977 (ALG) (Bankr. S.D.N.Y.); GW Limited 51, Inc., f/k/a GWLS Holdings, Inc., et al., Case No. 08-12430 (PJW) (Bankr. D. Del.); Interstate Bakeries Corporation, Case No. 04-45814 (JWV) (Bankr. W.D.Mo.); Lear Corporation, Case No. 09-14326 (ALG) (Bankr. S.D.N.Y.); Magna Entertainment Corp., Case No. 09-10720 (MFW) (Bankr. D. Del.); MagnaChip Semiconductor Finance Company, et al., Case No. 09-12008 (PJW) (Bankr. D. Del.); McLeodUSA Incorporated, Case No. 05-63230 (JHS) (Bankr. D. Del.); Mirant Corporation, Case No. 03-46590 (DML) (Bankr. N.D. Tex.); Pegasus Satellite Television, Inc., Case No. 04-20878 (JBH) (Bankr. D. Me.); PSI Net Inc., 01-13213 (REG) (Bankr. S.D.N.Y.); The Reader's Digest Association, Inc., Case No. 09-23529 (RDD) (Bankr. S.D.N.Y.); Simmons Bedding Company, Case No. 09-14037 (MFW) (Bankr. D. Del.); and Stallion Oilfield Services Ltd., Case No. 09-13562 (BLS) (Bankr. D. Del.). Centerview's professionals have also provided such services in the out-of-court

restructurings of numerous companies, including: Autocam Corporation; Broder Bros Co.; DS Waters of America, Inc.; Gate Gourmet, Inc.; Isola Group Ltd.; Keystone Automotive Operations, Inc.; Mashantucket Pequot Gaming Enterprise, Inc. / Foxwoods Inc.; OSI Restaurant Partners; LLC; PlayPower; and Vonage Holdings Corporation.

12. The experienced professionals at an investment bank such as Centerview fulfill a critical need that complements the services offered by the Debtors' other restructuring professionals. The Debtors believe they require the services of a capable and experienced investment banking firm such as Centerview and that Centerview is crucial to the Debtors' success in these Chapter 11 cases.

SERVICES TO BE PROVIDED

13. The terms and conditions of Centerview's engagement are governed by the Engagement Letter, which reflects the substantial efforts that have been and will continue to be required of Centerview in this engagement. Pursuant to the terms of the Engagement Letter, Centerview has and will continue to advise the Debtors in a variety of matters, including, as reasonably requested:³

- (a) reviewing and analyzing the Debtors' business, operations, and financial projections;
- (b) evaluating the Debtors' potential debt capacity in light of its projected cash flows;
- (c) assisting in the determination of a capital structure for the Debtors;
- (d) assisting in the determination of a range of estimated values for the Debtors on a going concern basis;

³ This summary is solely for the convenience of the Court and parties in interest. To the extent that this summary and the terms of the Engagement Letter are inconsistent, the terms of the Engagement Letter shall control.

- (e) advising the Debtors on tactics and strategies for negotiating with the Stakeholders (defined below);
- (f) rendering financial advice to the Debtors and participating in meetings or negotiations with the Stakeholders and/or rating agencies or other appropriate parties in connection with any Restructuring;⁴
- (g) advising the Debtors on the timing, nature, and terms of new securities, other consideration or other inducements to be offered pursuant to a Restructuring;
- (h) advising and assisting the Debtors in evaluating potential Financing⁵ transactions by the Debtors, and, subject to Centerview's agreement to so act and the execution of appropriate agreements, contacting potential sources of capital as the Debtors may designate and assisting the Debtors in implementing such a Financing;
- (i) assisting the Debtors in preparing documentation within Centerview's area of expertise that is required in connection with a Restructuring;
- (j) assisting the Debtors in identifying and evaluating candidates for a potential Sale Transaction⁶, advising the Debtors in connection with

⁴ As used in the Engagement Letter and this Application, the term "Restructuring" means any restructuring, reorganization (whether or not pursuant to chapter 11 of the Bankruptcy Code) and/or recapitalization transaction or series of related transactions in respect of all or a significant portion of the Debtors' outstanding indebtedness (including any debt to an affiliate, bank debt, bond debt, and other on and off balance sheet indebtedness), and which may also include trade claims, leases (both on and off balance sheet), litigation-related claims and obligations, unfunded pension and retiree medical liabilities, and other liabilities (collectively, the "Existing Obligations") that is achieved, without limitation, through (i) a solicitation of waivers and consents from the holders of Existing Obligations (collectively, the "Stakeholders"); (ii) rescheduling of the maturities of Existing Obligations; (iii) a change in interest rates; (iv) repurchase, settlement, or forgiveness of Existing Obligations; (v) conversion of Existing Obligations into equity; (vi) an exchange offer involving the issuance of new securities in exchange for Existing Obligations; or (vii) the issuance of new securities, sale or disposition of assets, sale of debt or equity securities or other interests.

⁵ As used in the Engagement Letter and this Application, the term "Financing" means any transaction or series of transactions involving the public or private issuance, sale, or placement of equity, equity-linked, or debt securities, instruments, or obligations of the Debtors entailing debtor-in-possession financing or exit financing in connection with a case under the Bankruptcy Code.

⁶ As used in the Engagement Letter and this Application, the term "Sale Transaction" means any transaction or series of transactions consummated following a chapter 11 filing and involving (i) an acquisition, merger, consolidation, or other business combination pursuant to which the business or assets of the Debtors are, directly or indirectly, combined with another company; (ii) the acquisition, directly or indirectly, by a buyer or buyers (which term shall include a "group" of persons as defined in Section 13(d) of the Securities Exchange Act of 1934, as amended), of equity interests or options, or any combination thereof constituting a majority of the then outstanding stock of the Debtors or possessing a majority of the outstanding voting power of the Debtors (except as may occur with current Stakeholders as a result of a Restructuring); (iii) any other purchase or acquisition, directly or indirectly, by a buyer or buyers of significant assets,

(cont'd)

- negotiations and aiding in the consummation of one or more Sale Transactions;
- (k) attending meetings of the Debtors' Board of Directors and its committees with respect to matters on which Centerview has been engaged to advise the Debtors;
 - (l) providing testimony, as necessary, with respect to matters on which Centerview has been engaged to advise the Debtors in any proceeding before the Bankruptcy Court; and
 - (m) providing (but only to the extent permitted by further orders of this Court) the Debtors with other financial restructuring advice as may be specifically agreed upon in writing by the Debtors and Centerview.

14. Centerview will not, without further order of this Court, provide underwriting services to the Debtors in these Chapter 11 Cases (underwriting being understood as assumption of the risk of buying a new issue of securities and selling or reselling such securities).

PROFESSIONAL COMPENSATION

15. Centerview's decision to continue with its engagement to advise and assist the Debtors is conditioned upon its ability to be retained in accordance with its customary terms and conditions of employment and to be compensated for its services and reimbursed for the expenses it incurs in accordance with its customary billing practices.

16. Centerview intends to apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these Chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable

(cont'd from previous page)

securities, or other interests of the Debtors; or (iv) the formation of a joint venture or partnership with the Debtors or direct investment in the Debtors for the purpose of effecting a transfer of all or substantially all of the interests in the Debtors to a third party.

procedures and orders of the Court and consistent with the proposed terms of compensation set forth in the Engagement Letter (the “Fee Structure”). Further, because the Debtors are seeking to retain Centerview under Bankruptcy Code section 328(a), the Debtors believe that Centerview’s compensation should not be subject to any additional standard of review under Bankruptcy Code section 330 and should not constitute a “bonus” under applicable law. Notwithstanding anything herein to the contrary, the United States Trustee for the Southern District of New York shall retain all rights to respond or object to Centerview’s interim and final applications for compensation and reimbursement of expenses on all grounds including, but not limited to, reasonableness, pursuant to section 330 of the Bankruptcy Code, and in the event the U.S. Trustee objects, the Court retains the right to review such interim and final applications pursuant to section 330 of the Bankruptcy Code.

17. In summary, the Fee Structure provides for the following post-petition compensation to Centerview:

- (a) A monthly financial advisory fee (the “Monthly Advisory Fee”)⁷ of \$300,000, payable on the first day of each month through the conclusion of the engagement; provided, that 50% of Monthly Advisory Fees paid subsequent to the Petition Date shall be credited against a Transaction Fee (defined below); provided further, that such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court.
- (b) A fee of \$12,500,000, payable upon the consummation of a Restructuring or Sale Transaction that is consummated in Bankruptcy Court (the “Transaction Fee”);⁸ provided; that with respect to any Restructuring or Sale Transaction that is intended to be effected, in whole or in part, as a sale pursuant to Bankruptcy Code section 363 with a stalking horse bidder, or as a prepackaged, partial prepackaged,

⁷ Prior to the Petition Date, the Monthly Advisory Fee fluctuated between \$300,000 and \$400,000, as set forth in the Engagement Letter.

⁸ The Engagement Letter also provides for payment of a transaction fee in connection with a Restructuring or Sale Transaction consummated outside of the Bankruptcy Court.

or prearranged plan of reorganization, which plan may include a Sale Transaction (a "Prearranged Plan") the Transaction Fee shall be earned and payable (i) 50% upon, in the case of a sale pursuant to Bankruptcy Code section 363, execution of a stalking horse asset purchase agreement, or, in the case of a Prearranged Plan, upon obtaining indications of support from certain of the Company's key creditors that in the good faith judgment of the Board of Directors of the Company are sufficient to justify filing such Prearranged Plan, and (ii) 50% upon consummation of such Restructuring or Sale Transaction.

- (c) If the Debtors consummate any Financing, the Debtors will pay Centerview the following (the "Financing Fee"):
- (i) 1.0% of the aggregate amount of any indebtedness issued that is secured by a first lien;
 - (ii) 3.0% of the aggregate amount of any indebtedness issued that (x) is secured by a second or junior lien, (y) is unsecured and/or (z) is subordinated;
 - (iii) 5.0% of the aggregate amount of any equity or equity-linked securities or obligations issued; and
 - (iv) 0.5% of the aggregate amount of any debtor-in-possession financing issued, plus 1.0% of the aggregate amount of any debtor-in-possession financing issued by new lenders, not to exceed \$5,000,000 in the aggregate.

Any fee(s) paid under subparagraphs (c)(i), (ii) or (iii) shall be 50% credited (but only once) against a Transaction Fee subsequently paid under paragraph (b).

Any fee in excess of \$500,000 paid out under subparagraph (c)(iv) shall be 50% credited against a Transaction Fee subsequently paid under paragraph (b).

- (d) If at any time during the term of Centerview's engagement or within the nine full months following the termination of the engagement the Debtors (i) receive a letter of intent to purchase all or substantially all of the Debtors' assets or (ii) receive a debtor-in-possession financing proposal, in either case, satisfactory to the Debtors, Centerview shall be due and paid a transaction fee equal to \$1,200,000 (the "Interim Transaction Fee").
- (e) In addition to any fees that may be payable to Centerview and, regardless of whether any transaction occurs, the Debtors shall promptly reimburse Centerview for all: (A) reasonable documented production charges and out-of-pocket expenses (including travel and

lodging, data processing and communications charges, courier services and other appropriate expenditures) and (B) other reasonably incurred fees and expenses, including expenses of counsel if engaged with the prior approval of the Debtors, which approval shall not be unreasonably withheld.

- (f) As part of the compensation payable to Centerview, the Debtors agree to the indemnification, contribution and other provisions (the "Indemnification Provisions") attached to the Engagement Letter as Exhibit B.
- (g) For the avoidance of doubt, if both a Restructuring and a Sale Transaction occur (in separate transactions or through a single transaction that meets both the definitions), the Company will be obligated to pay only one Transaction Fee. One or more fees pursuant to paragraph (c) (as described above) may be payable in addition to a Restructuring Fee (subject to crediting as set forth above).

18. The Fee Structure is consistent with and typical of compensation arrangements entered into by Centerview and its restructuring professionals and other comparable firms in connection with the rendering of similar services under similar circumstances. Centerview and the Debtors believe that the foregoing compensation arrangements are both reasonable and market-based and consistent with Centerview's normal and customary billing practices for comparably sized and complex restructuring cases, both in- and out-of-court.

19. In determining the level of compensation to be paid to Centerview and its reasonableness, the Debtors compared Centerview's fee proposal to the other proposals received by the Debtors in the investment banking selection process. The Debtors also compared Centerview's proposed fees with the range of investment banking fees in other large and complex chapter 11 cases. In both instances, the Debtors found Centerview's proposed fees to be reasonable and within the range of other comparable transactions.

20. Centerview's strategic and financial expertise as well as its capital markets knowledge, financing skills, expertise in financial institution transactions, restructuring capabilities and mergers and acquisitions expertise, all of which have been and will continue

to be required by the Debtors during the term of Centerview's engagement, were all important factors in determining the Fee Structure. The Debtors believe that the ultimate benefit of Centerview's services hereunder cannot be measured by reference to the number of hours expended by Centerview's professionals in the performance of such services. Indeed, the Debtors and Centerview agreed upon the Fee Structure in anticipation that a substantial commitment of professional time and effort would be required of Centerview and its professionals prior to and in connection with these chapter 11 cases and in light of the fact that such commitment would foreclose other opportunities for Centerview, and the actual time and commitment required of Centerview and its professionals to perform its services under the Engagement Letter would vary substantially from week to week and month to month, creating "peak load" issues for Centerview.

21. The Debtors are advised by Centerview that it is not the general practice of investment banking and financial services firms to keep detailed time records similar to those customarily kept by attorneys. Notwithstanding the foregoing, Centerview intends to file interim and final fee applications for the allowance of compensation for services rendered and reimbursement of expenses incurred in accordance with applicable provisions of the Bankruptcy Code, the Guidelines, the Bankruptcy Rules and any applicable orders of this Court. Such applications will include time records setting forth, in a summary format, a description of the services rendered by each professional, and the amount of time spent on each date by each such individual in rendering services on behalf of the Debtors. Because Centerview does not ordinarily maintain contemporaneous time records in one-tenth hour (.1) increments or provide or conform to a schedule of hourly rates for its professionals, Centerview intends to file time records in one half (.5) hour increments. Centerview will also

maintain detailed records of any actual and necessary costs and expenses incurred in connection with the services discussed above. Centerview's applications for compensation and expenses will be paid by the Debtors, pursuant to the terms of the Engagement Letter upon approval by this Court.

TERMINATION OF ENGAGEMENT

22. Centerview's engagement may be terminated by the Debtors or Centerview at any time without liability or continuing obligation to the Debtors or Centerview except that following such termination and any automatic termination upon termination of these Chapter 11 cases, Centerview shall remain entitled to any fees accrued but not yet paid prior to such termination and to reimbursement of expenses. If the Debtors terminate Centerview's engagement or the engagement automatically terminates upon termination of these Chapter 11 cases, Centerview shall remain entitled to full payment of all fees contemplated by the Engagement Letter in respect of any Restructuring, any Financing, and any Sale Transaction, including fees that may be payable pursuant to the nine month "tail" provisions in the Engagement Letter.

INDEMNIFICATION AND CONTRIBUTION PROVISIONS

23. The Debtors have agreed to indemnify, to make certain contributions to, and to reimburse Centerview in accordance with the provisions set forth in the Indemnification Provisions. The Indemnification Provisions provide, among other things, that the Debtors will indemnify Centerview and other Indemnified Persons (as defined therein), except to the extent that any loss, claim, damage, demand, liability (joint or several) or action or proceeding is finally judicially determined to have resulted from such Indemnified Person's willful misconduct or gross negligence.

24. As set forth in more detail below, the indemnification, contribution and reimbursement provisions reflected in the Indemnification Provisions are customary and reasonable provisions included in engagement letters for investment bankers such as Centerview for proceedings both out of court and in Chapter 11.

25. The terms of the Indemnification Provisions were fully negotiated between the Debtors and Centerview at arm's-length, and the Debtors respectfully submit that the Indemnification Provisions, as modified by the Order requested herein, are reasonable and in the best interests of the Debtors, their estates, and creditors. Accordingly, as part of this Application, the Debtors request that this Court approve the Indemnification Provisions.

NO DUPLICATION OF SERVICES

26. The Debtors intend for Centerview's services to complement, and not duplicate, the services to be rendered by any other professional retained in these Chapter 11 cases. Centerview understands that the Debtors have retained and may retain additional professionals during the term of the engagement, Centerview has worked and will continue to work cooperatively, as requested by the Debtors, with other professionals retained by the Debtors to integrate any respective work conducted by the professionals on behalf of the Debtors.

CENTERVIEW'S DISINTERESTEDNESS

27. To the best of the Debtors' knowledge and except to the extent disclosed herein and in the Puntus Declaration, Centerview (a) is a "disinterested person" within the meaning of Bankruptcy Code section 101(14), as modified by Bankruptcy Code section 1107(b), (b) does not hold or represent an interest adverse to the Debtors' estates, and (c) has no connection to the Debtors, their creditors, or their related parties.

28. Prior to the Petition Date, the Debtors paid Centerview an aggregate of \$2,900,000 in full payment of the Monthly Advisory Fees (for the months of October 2011 through May 2012) and \$54,155 as reimbursement for Centerview's expenses billed through May 13, 2012. In addition, the Debtors paid Centerview \$5,000,000 for the Financing Fee associated with the \$1.45 billion and \$150 million debtor-in-possession financings obtained by the Debtors, an Interim Transaction Fee of \$1,200,000 and 50% of the Transaction Fee (\$6,250,000), all pursuant to the terms of the Engagement Letter. Centerview also received an expense retainer of \$50,000.

29. Upon the completion of the proposed sales of the Debtors' legacy loan portfolio and mortgage loan origination and servicing businesses and assets,⁹ and/or other Restructuring, Centerview will be entitled to receive the remaining 50% of the Transaction Fee (\$6,250,000), which amount is subject to crediting of certain amounts pursuant to the terms of the Engagement Letter.

30. Centerview has received no other compensation from the Debtors pursuant to the Engagement Letter. As of the Petition Date, Centerview did not hold a prepetition claim against the Debtors for fees or expenses related to services rendered in connection with the engagement.

31. Centerview will conduct an ongoing review of its files to ensure that no conflicts or other disqualifying circumstances exist or arise. To the extent that any new

⁹ *See Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), and (m), 365 and 1123, and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 For Order: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief (D.E. 61).*

relevant facts or relationships bearing on the matters described herein during the period of Centerview's retention are discovered or arise, Centerview will use reasonable efforts to file promptly a supplemental declaration, as required by Bankruptcy Rule 2014(a).

BASIS FOR RELIEF

32. The Debtors seek approval of the Engagement Letter, including the Fee Structure contained therein, pursuant to Bankruptcy Code sections 327 and 328(a). Section 328(a) provides, in relevant part, that the Debtors "with the court's approval, may employ or authorize the employment of a professional person under section 327 . . . on any reasonable terms and conditions of employment, including on a retainer, on an hourly basis, on a fixed or percentage fee basis, or on a contingent fee basis." 11 U.S.C. § 328(a). Accordingly, section 328(a) permits the compensation of professionals, including investment bankers, on flexible terms that reflect the nature of their services and prevailing market conditions for those services.

33. As set forth above, notwithstanding approval of the Engagement Letter under Bankruptcy Code section 328(a), Centerview intends to apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases M-389 (Nov. 25, 2009), and the United States Trustee Guidelines currently in effect, and any other applicable procedures and orders of the Court and consistent with the Fee Structure set forth in the Engagement Letter.

34. The Debtors believe that the Fee Structure appropriately reflects the nature and scope of services to be provided by Centerview in these complex chapter 11 cases, Centerview's substantial experience with respect to investment banking services, and the fee structures typically utilized by Centerview and other leading investment banks that do not bill their clients on an hourly basis.

35. Courts in this district have approved similar arrangements that contain reasonable terms and conditions under section 328 of the Bankruptcy Code in other large chapter 11 cases. See, e.g., In re AMR Corp., Case No. 11-15463 (SHL) (Bankr. S.D.N.Y. March 2, 2012) (ECF No. 1557); In re Penton Business Media Holdings, Inc., Case No. 10-10689 (AJG) (Bankr. S.D.N.Y. Mar. 5, 2010) (ECF No. 83); In re FairPoint Communications, Inc., Case No. 09-16335 (BRL) (Bankr. S.D.N.Y. Jan 11, 2010) (ECF No. 328); In re Mark IV Indus., Inc., No. 09-12795 (SMB) (Bankr. S.D.N.Y. May 27, 2009) (ECF No. 167); In re Charter Communications, Inc., Case No. 09-11435 (JMP) (Bankr. S.D.N.Y. Apr. 15, 2009) (ECF No. 183); In re Calpine Corp., Case No. 05-60200 (Bankr. S.D.N.Y. April 26, 2006) (ECF No. 1370); and In re Delphi Corp., Case No. 05-44481 (Bankr. S.D.N.Y. Nov. 30, 2005) (ECF No. 1363).

36. Likewise, similar indemnification arrangements have been approved and implemented in other large chapter 11 cases by courts in this District. See, e.g., In re AMR Corp., Case No. 11-15463 (SHL) (Bankr. S.D.N.Y. March 2, 2012) (ECF No. 1557); In re Penton Business Media Holdings, Inc., Case No. 10-10689 (AJG) (Bankr. S.D.N.Y. Mar. 5, 2010) (ECF No. 83); In re FairPoint Commc's, Inc., Case No. 09-16335 (BRL) (Bankr. S.D.N.Y. Jan 11, 2010) (ECF No. 328); In re Mark IV Indus., Inc., No. 09-12795 (SMB) (Bankr. S.D.N.Y. May 27, 2009) (ECF No. 167); In re Charter Commc's, Inc., Case No. 09-

11435 (JMP) (Bankr. S.D.N.Y. Apr. 15, 2009) (ECF No. 183); In re Calpine Corp., Case No. 05-60200 (Bankr. S.D.N.Y. April 26, 2006) (ECF No. 1370); and In re Delphi Corp., Case No. 05-44481 (Bankr. S.D.N.Y. Nov. 30, 2005) (ECF No. 1363).

37. In the light of the foregoing, and given the numerous matters that Centerview may be required to address in the performance of its services hereunder, Centerview's commitment to the variable level of time and effort necessary to address all such issues as they arise and the market rate charged for comparable services both in and out of chapter 11, the Debtors believe that the terms and conditions of the Engagement Letter are fair and reasonable under the standards set forth in Bankruptcy Code section 328(a). In particular, the Debtors believe the Fee Structure creates a proper balance between fixed, monthly fees and contingency fees based on the successful raises of new capital and the overall success of these Chapter 11 cases. Moreover, Centerview's substantial experience with respect to investment banking services, coupled with the nature and scope of work already performed by Centerview before the commencement of these chapter 11 proceedings, further suggest the reasonableness of the Fee Structure.

38. Denial of the relief requested herein will deprive the Debtors of the assistance of uniquely qualified investment banking advisors and would effect an unjust disadvantage to the Debtors and all parties in interest. Indeed, the Debtors would be forced to engage new investment bankers who lack a thorough understanding of the Debtors' business and the restructuring initiatives that have been implemented over the course of the last few months and which will continue through the pendency of these cases. It would require the commitment of significant resources for a newly retained investment banking advisor to get

up to speed given the steep learning curve involved. Moreover, comparable investment bankers would charge an equivalent level of fees.

NOTICE

39. Notice of this Application will be given to the following parties, or in lieu thereof, to their counsel: (a) the Office of the United States Trustee for the Southern District of New York; (b) the Office of the United States Attorney General; (c) the Office of the New York Attorney General; (d) the Office of the United States Attorney for the Southern District of New York; (e) the Internal Revenue Service; (f) the Securities and Exchange Commission; (g) each of the Debtors' prepetition lenders, or their agents, if applicable; (h) each of the indenture trustees for the Debtors' outstanding notes issuances; (i) Ally Financial Inc.; (j) Barclays Bank PLC, as administrative agent for the lenders under the debtor in possession financing facility; (k) Nationstar Mortgage LLC and its counsel; (l) the Committee; (m) the parties included on the Debtors' list of fifty (50) largest unsecured creditors; and (n) all parties requesting notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an order (i) substantially in the form attached hereto as Exhibit 1, granting the relief requested in the Application, (ii) approving the terms of the Engagement Letter, and (iii) granting such other and further relief to the Debtors as the Court may deem just and proper.

Dated: June 26, 2012

RESIDENTIAL CAPITAL, LLC,
on behalf of itself and each of its
Debtor subsidiaries

By: /s/ James Whitlinger
Name: James Whitlinger
Title: Chief Financial Officer

EXHIBIT 1

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
-----)	

**ORDER UNDER BANKRUPTCY CODE SECTIONS 327(a) AND 328(a)
AUTHORIZING EMPLOYMENT AND RETENTION OF CENTERVIEW
PARTNERS LLC AS DEBTORS' INVESTMENT BANKER
NUNC PRO TUNC TO PETITION DATE**

Upon the application, dated June 26, 2012 (the "Application"),¹ of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (the "Order"), pursuant to sections 327(a) and 328(a) of title 11 of the United States Code (the "Bankruptcy Code"), and Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 2014-1 and 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules"), authorizing the Debtors to employ and retain Centerview Partners LLC ("Centerview") as investment banker to the Debtors on the terms set forth in its engagement letter dated as of October 18, 2011, as amended March 13, 2012 (the "Engagement Letter"), as more fully set forth in the Application; and upon consideration of the Declaration of Marc Puntus in support of the Application (the "Puntus Declaration"); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431 dated January 31, 2012 (Preska, C.J.); and consideration of the Application and the relief requested

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application. Creditors and parties-in-interest with questions or concerns regarding the Debtors' Chapter 11 cases or the relief granted herein may refer to <http://www.kccllc.net/rescap> for additional information.

therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the terms and conditions of Centerview's employment, including but not limited to the Fee Structure as set forth in the Engagement Letter, being reasonable as required by section 328(a) of the Bankruptcy Code; and Centerview not holding or representing any interest adverse to the Debtors' estates; and Centerview being a "disinterested person," as that term is defined in Bankruptcy Code section 101(14), as modified by section 1107(b), of the Bankruptcy Code; and this Court having found that the relief requested herein is in the best interests of the Debtors' estates, their creditors and other parties in interest; and due and proper notice of the Application having been provided, and it appearing that no other or further notice need be provided; and a hearing having been held on June 18, 2012 to consider the relief requested in the Application; and upon the record of the hearing, and of all of the proceedings had before the Court; and any objections to the Application having been withdrawn, resolved or overruled; and the Court having found and determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is granted as set forth herein.
2. In accordance with Bankruptcy Code sections 327(a) and 328(a) and Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1, the Debtors are authorized to employ and retain Centerview as their investment banker in accordance with the terms and conditions set forth in the Application and the Engagement Letter, effective nunc pro tunc to the Petition Date.
3. Notwithstanding anything to the contrary in the Engagement Letter, the Application or the Puntus Declaration, to the extent that the Debtors request that Centerview

perform any services other than (a) those detailed in the Engagement Letter and (b) such other investment banking services directly related to services detailed in the Engagement Letter, the Debtors shall seek further approval by the Court, including any related modifications to the Engagement Letter, and the application seeking such approval shall set forth, in addition to the additional services to be performed, any additional fees sought to be paid.

4. Centerview shall be compensated in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, any applicable orders of the Court, the Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases M-389 (Nov. 25, 2009), and the United States Trustee Guidelines currently in effect (collectively, the “Compensation Guidelines”).

5. Notwithstanding the prior paragraph and subject to paragraph 12 hereof, the fees payable to Centerview pursuant to the Engagement Letter shall be subject to review only pursuant to the standards set forth in section 328(a) of the Bankruptcy Code and shall not be subject to the standard of review set forth in section 330 of the Bankruptcy Code.

6. Centerview shall file fee applications for monthly, interim and final allowance of compensation and reimbursement of expenses pursuant to the procedures set forth in the Compensation Guidelines and any other applicable procedures and orders of the Court. Notwithstanding anything to the contrary in the Bankruptcy Code, the Bankruptcy Rules, orders of this Court or any guidelines regarding submission and approval of fee applications, in light of services to be provided by Centerview and the structure of Centerview’s compensation pursuant to the Engagement Letter, Centerview and its professionals shall be excused from maintaining time records as set forth in the Compensation Guidelines in connection with the services to be rendered pursuant to the Engagement Letter; provided, however, that Centerview shall instead

present to the Court reasonably detailed time records in one half (.5) hour increments containing descriptions of those services provided on behalf of the Debtors, the approximate time expended in providing those services and the individuals who provided professional services on behalf of the Debtors.

7. Pursuant to the terms of the Engagement Letter, and in accordance with the Fee Guidelines, Centerview is entitled to reimbursement by the Debtors for reasonable expenses incurred in connection with the performance of its engagement under the Engagement Letter, including, without limitation, the fees, disbursements and other charges of Centerview's counsel (which counsel shall not be required to be retained pursuant to section 327 of the Bankruptcy Code or otherwise).

8. The Engagement Letter, including, without limitation, the Indemnification Provisions, is incorporated herein by reference and approved in all respects except as otherwise set forth herein.

9. All requests by Indemnified Persons for the payment of indemnification as set forth in the Engagement Letter shall be made by means of an application to the Court and shall be subject to review by the Court to ensure that payment of such indemnity conforms to the terms of the Engagement Letter and is reasonable under the circumstances of the litigation or settlement in respect of which indemnity is sought; provided, however, that in no event shall an Indemnified Person be indemnified to the extent that any loss or expense for which indemnification is sought resulted from the own bad faith, self-dealing, breach of fiduciary duty (if any), gross negligence, willful misconduct or fraud of that or any other Indemnified Person.

10. In the event that an Indemnified Person seeks reimbursement from the Debtors for attorneys' fees and expenses in connection with the payment of an indemnity claim pursuant to

the Engagement Letter, the invoices and supporting time records from such attorneys shall be included in Centerview's own applications, both interim and final, and such invoices and time records shall be subject to the Fee Guidelines and the approval of the Bankruptcy Court pursuant to sections 330 and 331 of the Bankruptcy Code without regard to whether such attorneys have been retained under section 327 of the Bankruptcy Code and without regard to whether such attorneys' services satisfy section 330(a)(3)(C) of the Bankruptcy Code.

11. To the extent that there may be any inconsistency between the terms of this Order and either the Application, the Puntus Declaration, and/or the Engagement Letter, the terms of this Order shall govern.

12. Notwithstanding anything in this Order to the contrary, the United States Trustee for the Southern District of New York shall retain all rights to respond or object to Centerview's interim and final applications for compensation and reimbursement of expenses on all grounds, including, but not limited to, reasonableness, pursuant to section 330 of the Bankruptcy Code, and in the event the U.S. Trustee objects, the Court retains the right to review such interim and final applications pursuant to section 330 of the Bankruptcy Code.

13. Centerview shall use its reasonable efforts to avoid any duplication of services provided by any of the Debtors' other retained professionals in these chapter 11 cases.

14. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order in accordance with the Application.

15. Notwithstanding anything herein to the contrary, this Order shall not modify or affect the terms and provisions of, nor the rights and obligations under, (a) the Board of Governors of the Federal Reserve System Consent Order, dated April 13, 2011, by and among AFI, Ally Bank, ResCap, GMAC Mortgage, LLC, the Board of Governors of the Federal

Reserve System, and the Federal Deposit Insurance Corporation, (b) the consent judgment entered April 5, 2012 by the District Court for the District of Columbia, dated February 9, 2012, (c) the Order of Assessment of a Civil Money Penalty Issued Upon Consent Pursuant to the Federal Deposit Insurance Act, as amended, dated February 10, 2012, and (d) all related agreements with AFI and Ally Bank and their respective subsidiaries and affiliates.

16. The relief granted herein shall be binding upon any chapter 11 trustee appointed in any of these chapter 11 cases, or upon any chapter 7 trustee appointed in the event of a subsequent conversion of any of these chapter 11 cases to cases under chapter 7.

17. Notwithstanding the possible applicability of Bankruptcy Rules 6004, 7062 or 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

18. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: New York, New York
, 2012

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 2

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
)	
)	
)	
-----)	

**DECLARATION OF MARC D. PUNTUS IN SUPPORT OF
DEBTORS' APPLICATION FOR ORDER UNDER
BANKRUPTCY CODE SECTIONS 327(a) AND 328(a)
AUTHORIZING EMPLOYMENT AND RETENTION OF
CENTERVIEW PARTNERS LLC AS INVESTMENT BANKER**

I, Marc D. Puntus, under penalty of perjury, declares as follows:

1. I am a Partner and co-head of the Restructuring Group of Centerview Partners LLC ("Centerview" or the "Firm"), which has its principal office at 31 West 52nd Street, New York, NY 10019. I am authorized to make this declaration on behalf of Centerview and in support of the application (the "Application")¹ of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order authorizing the Debtors to employ and retain Centerview as investment banker for the Debtors in connection with the above-captioned chapter 11 cases (the "Chapter 11 Cases") pursuant to that certain engagement letter, dated as of October 18, 2011, by and between Centerview and the Debtors, as amended on March 9, 2012 (the "Engagement Letter"), a copy of which is attached as Exhibit 3 to the Application. I submit this declaration in accordance with sections 327(a) and 328(a) of title 11

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Application or the Engagement Letter, as appropriate.

of the United States Code (the “Bankruptcy Code”), Rules 2014(a), 2016 and 5002 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rules 2014-1 and 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”). Unless otherwise stated in this declaration, I have personal knowledge of the matters set forth herein.

Centerview’s Qualifications

2. Established in 2006, Centerview is a full-service investment banking boutique providing financial advisory services, including mergers and acquisitions and restructuring advice, across a broad range of industries, including Financial Institutions. Centerview serves a diverse set of clients around the world from its offices in New York, Los Angeles, San Francisco and London. Centerview’s Restructuring Group, which was founded in 2011, has expertise in designing and managing complex restructuring processes among a wide range of stakeholders, and a demonstrated track record of designing, negotiating and implementing amendments, exchange offers, financings, distressed merger and acquisitions transactions and out-of-court and in-court restructurings. Centerview and its principals have advised debtors, lenders, committees and acquirors in many complex financial reorganizations. The Firm’s professionals have been involved in transactions representing over \$100 billion in restructured debt.

3. Specifically, Centerview’s professionals, including while employed at other firms, have provided financial advisory, investment banking and other services in connection with the in-court restructuring of numerous companies, including: Acterna Corporation, Case No. 03-12837 (BRL) (Bankr. S.D.N.Y.); Amtrol Holdings, Inc., Case No. 06-11446 (KG) (Bankr. D. Del.); Bruno’s Inc., Case Nos. 98-212 (SLR) through 98-223 (SLR) (Bankr. N.D. Ala.); Calpine Corporation, Case No. 05-60200 (BRL) (Bankr. S.D.N.Y.); Charter Communications, Inc., Case No. 09-11435 (JMP) (Bankr. S.D.N.Y.); Dana Corporation, Case No. 06-10354 (BRL) (Bankr.

S.D.N.Y.); Dura Automotive Systems, Inc., Case No. 06-11202 (KJC) (Bankr. D. Del.); Fairpoint Communications Inc., 09-16335 (BRL) (Bankr. S.D.N.Y.); General Growth Properties, Inc., Case No. 09-11977 (ALG) (Bankr. S.D.N.Y.); GW Limited 51, Inc., f/k/a GWLS Holdings, Inc., et al., Case No. 08-12430 (PJW) (Bankr. D. Del.); Interstate Bakeries Corporation, Case No. 04-45814 (JWV) (Bankr. W.D.Mo.); Lear Corporation, Case No. 09-14326 (ALG) (Bankr. S.D.N.Y.); Magna Entertainment Corp., Case No. 09-10720 (MFW) (Bankr. D. Del.); MagnaChip Semiconductor Finance Company, et al., Case No. 09-12008 (PJW) (Bankr. D. Del.); McLeodUSA Incorporated, Case No. 05-63230 (JHS) (Bankr. D. Del.); Mirant Corporation, Case No. 03-46590 (DML) (Bankr. N.D. Tex.); Pegasus Satellite Television, Inc., Case No. 04-20878 (JBH) (Bankr. D. Me.); PSI Net Inc., 01-13213 (REG) (Bankr. S.D.N.Y.); The Reader's Digest Association, Inc., Case No. 09-23529 (RDD) (Bankr. S.D.N.Y.); Simmons Bedding Company, Case No. 09-14037 (MFW) (Bankr. D. Del.); and Stallion Oilfield Services Ltd., Case No. 09-13562 (BLS) (Bankr. D. Del.). Centerview's professionals have also provided such services in the out-of-court restructurings of numerous companies, including: Autocam Corporation; Broder Bros Co.; DS Waters of America, Inc.; Gate Gourmet, Inc.; Isola Group Ltd.; Keystone Automotive Operations, Inc.; Mashantucket Pequot Gaming Enterprise, Inc. / Foxwoods Inc.; OSI Restaurant Partners, LLC; PlayPower; and Vonage Holdings Corporation.

4. Since the Debtors retained Centerview on October 18, 2011, Centerview has employed a "Core Team" of seven professionals in connection with the subject engagement for the Debtors. The team includes me, Samuel Greene, Stephen Crawford, Karn Chopra, Dan Dunay, Ryan Kielty and Ben Weingarten. Centerview has provided a broad range of financial advisory services to the Debtors, including: (i) evaluation of out-of-court alternatives; (ii) conducting asset sale processes; (iii) leading the Debtors' debtor-in-possession financing

process and other financing-related processes; (iv) negotiations with, among others, the Debtors' parent, Ally Financial Inc. ("AFI"), the advisors to and members of the ad hoc committee of Junior Secured Bondholders, investors in securitization deals and their representatives, government-related organizations and other key constituencies; (v) leading pre-petition negotiations to revise and restructure the Debtors' various secured credit facilities; and (vi) assisting the Debtors in preparing for these proceedings, including assisting in preparation of first day motions and discussions regarding operational readiness.

5. Upon Centerview's retention in October 2011, Centerview conducted significant due diligence, including multiple on-site and telephonic meetings, in an effort to become familiar with the Debtors' businesses and prior sale/restructuring processes, including the 2010 sale process for Ally's mortgage operations. After familiarizing itself with the Debtors' operations, Centerview assisted the Debtors in evaluating strategic alternatives, including out-of-court transaction alternatives. In exploring out-of-court transaction alternatives, Centerview assisted the Debtors in:

- (a) analyzing the merits and challenges of continuing to operate the "status quo" business, including analyzing the Debtors' cash flows and the capital required for the Debtors to operate without a liquidity enhancing or other transformational transaction;
- (b) developing a complex and flexible servicing and origination financial model that allowed the Debtors to toggle variables in an effort to evaluate out-of-court solutions;
- (c) evaluating a sale of the Debtors both as a whole and in pieces through one or more out-of-court sale transactions, including assisting the Debtors in developing business plans and financial models illustrating the potential financial performance of such asset combinations as well as analyzing the capital required to support such business plans; and
- (d) exploring an out-of-court sale to a third-party, including facilitating extensive due diligence with several in-person meetings, negotiating the structure of a potential transaction and assisting the Company in developing multiple presentation documents in connection therewith.

Sale Activities

6. When out-of-court alternatives proved unworkable, Centerview shifted its focus to assisting the Debtors in evaluating in-court transaction alternatives, including coordinating a marketing process to sell substantially all of the Debtors' assets through an in-court transaction. In connection with such effort, Centerview assisted the Debtors with a broad range of matters, including the following:

- (a) evaluating each of the Debtors' assets and developing presentation materials for the Debtors and their Board of Directors describing the highlights and challenges of marketing certain asset combinations;
- (b) evaluating capital required to support a pro forma business based on various asset combinations;
- (c) developing a marketing strategy for the Debtors' assets, including developing a list of potentially interested buyers, and contacting and negotiating confidentiality agreements with such potential buyers;
- (d) assisting the Debtors' in developing financial projections and comprehensive marketing materials;
- (e) assisting the Debtors' in developing a management presentation for delivery to bidders;
- (f) facilitating extensive bidder due diligence over the course of eight weeks, including attending over 80 hours of in-person meetings, developing and populating an electronic data room with over 1.2 million pages of electronic diligence, assisting the Debtors in creating presentation materials describing certain of their operations and assets, responding to bidder due diligence questions and coordinating multiple on-site diligence sessions for bidders and their potential debt financing sources;
- (g) preparing presentation materials for the Debtors and their Board of Directors comparing non-binding indications of interest;
- (h) assisting the Debtors and their other advisors in drafting and negotiating the terms of asset purchase agreements and accompanying documents;
- (i) participating in multiple conversations with bidders about transaction structure; and
- (j) negotiating the exclusion or inclusion of various assets (e.g., servicing advances, whole loan portfolio) based on buyer diligence, availability of

financing, fit within broader platform, etc. to determine best transaction(s) to maximize value.

Financing Activities

7. In parallel with the Debtors' marketing process, Centerview assisted the Debtors in several financing-related matters, including conducting a process to raise debtor-in-possession financing to support the Debtors' reorganization and negotiating to refinance, revise and restructure certain pre-petition credit facilities to provide the Debtors with additional time to negotiate the terms of their restructuring. In connection with such financing-related matters, Centerview assisted the Debtors with a broad range of matters, including the following:

- (a) negotiating the restructuring of the GSAP Facility with Barclays Capital (increased financing from \$350 million to \$800 million and extended maturity);
- (b) negotiating an extension of the maturity of the Debtors' Citi MSR Facility;
- (c) negotiating an extension of the Debtors' Ally LOC and Revolving Credit Facilities;
- (d) evaluating the Debtors' pre-petition capital structure and organizational structure, together with FTI Consulting, to determine the optimal structure and collateral package for a potential debtor-in-possession financing facility;
- (e) assisting the Debtors and their other advisors, specifically FTI Consulting, in determining the Debtors' need for post-petition financing and subsequently analyzing the requisite size of a debtor-in-possession financing facility;
- (f) assisting the Debtors in developing a list of potential debtor-in-possession financing sources, including incumbent pre-petition creditors and third-party financing sources, approaching said potential financing sources and negotiating confidentiality agreements with interested potential financing sources;
- (g) facilitating the due diligence process of potential financing sources and their respective advisors;
- (h) assisting the Debtors and Barclays Capital in preparation of syndication materials, including a lender presentation, bank book and rating agency presentation;

- (i) subsequent to running an initial financing process to select a lead arranger, conducting a secondary process to assess the cost/benefits of adding a co-lead arranger;
- (j) developing presentation materials for the Debtors and their Board of Directors describing debtor-in-possession financing proposals received by the Debtors in connection with their financing process and comparing the benefits, challenges and relative all-in yield of each proposal;
- (k) assisting the Debtors and their other advisors in negotiating the terms of a debtor-in-possession commitment letter and subsequent credit agreement with Barclays; and
- (l) assisting the Debtors and their other advisors in negotiating the terms of a separate debtor-in-possession financing facility with AFI to fund post-petition Ginnie Mae buybacks.

Settlement Activities

8. In advance of and during the Debtors' marketing and debtor-in-possession financing processes, the Debtors and their advisors approached certain of the Debtors' key constituents to build consensus and support for a transaction. The Debtors' key constituents include secured and unsecured creditor constituencies, the Debtors' parent, AFI, key customers, government-related organizations and certain litigation claimants and their representatives, among others. Discussions with the Debtors' parent, AFI, have been ongoing since Centerview was retained, including discussions relating to, among other things, providing capital support for an out-of-court sale transaction, potentially acquiring the Debtors or certain of their assets through an out-of-court transaction, providing debtor-in-possession financing to support a restructuring process, and the terms of an AFI settlement and asset purchase agreement for the Debtors' legacy loan portfolio. Various normal course operational negotiations were also conducted, including with respect to reorganizing the mortgage origination pipeline/Ginnie Mae loan purchase and sale arrangement between AFI and ResCap. Contemporaneously with the AFI discussions, the Debtors and their advisors spent significant time with the governmental

organizations with which the Debtors' conduct business, including, but not limited to, Fannie Mae, Freddie Mac, Ginnie Mae, Federal Housing Finance Agency, and the United Services Automobile Association in an effort to obtain their support for a transaction. In order to obtain the support of such organizations, the Debtors and their advisors engaged in constant dialogue, through multiple weekly meetings, in-person management presentations and substantive discussions, including with the bidder for the Debtors' assets. Ultimately, after the Debtors selected an exclusive bidder and debtor-in-possession financing lead-arranger, the Debtors and their advisors approached certain of the Debtors' creditor constituencies to negotiate the terms of a restructuring transaction. Centerview was and remains an active participant in conversations/negotiations with many of the Debtors' key constituents, specifically assisting the Debtors with a broad range of matters, including the following:

- (a) developing presentation materials to support the Debtors' communications with government-related organizations;
- (b) facilitating the on-going due diligence of government-related organizations, including by participating in several in-person meetings;
- (c) participating in weekly update and strategy calls with Fannie Mae, Freddie Mac and/or Ginnie Mae (collectively, the "Governmental Associations") and frequent update calls with other government-related organizations;
- (d) assisting the Debtors in drafting the terms of Governmental Association support letters and negotiating Governmental Association support letters, in some cases;
- (e) assisting the Debtors, FTI Consulting and the Debtors' other advisors in developing a waterfall analysis to provide a framework for restructuring negotiations with key constituencies;
- (f) assisting the Debtors' independent directors in negotiating the terms of a settlement with AFI;
- (g) facilitating the due diligence processes of advisors to certain key creditor constituencies, including participating in frequent meetings and calls with such advisors;

- (h) assisting the Debtors and their other advisors in negotiations with respect to the restructuring of the Debtors' Mexican affiliate, GMAC Financiera S.A.; and
- (i) assisting the Debtors in negotiating the terms of various restructuring support agreements.

9. In providing professional services to the Debtors, Centerview has become familiar with the Debtors and their businesses, including the Debtors' financial affairs, debt structure, operations and related matters. Having worked with the Debtors' management and their other advisors for over seven months, Centerview has developed relevant experience and expertise regarding the Debtors that will assist it in providing effective and efficient services in these Chapter 11 Cases. Accordingly, Centerview is both well qualified and uniquely able to represent the Debtors in these Chapter 11 Cases in an efficient and timely manner.

Services to Be Provided²

10. The terms and the conditions of the Engagement Letter were negotiated between the Debtors and Centerview, and they reflect the parties' mutual agreement as to the substantial efforts that have been and will continue to be required of Centerview in this engagement. Subject to further order of this Court and consistent with the Engagement Letter, Centerview will continue to provide a broad range of necessary financial advisory and investment banking services as Centerview and the Debtors shall deem necessary in order to advise the Debtors in the course of these Chapter 11 Cases, which may include:

- (a) reviewing and analyzing the Debtors' business, operations, and financial projections;
- (b) evaluating the Debtors' potential debt capacity in light of their projected cash flows;

² The summaries of the Engagement Letter contained herein are provided for purposes of convenience only. In the event of any inconsistency between the summaries contained herein and the terms and provisions of the Engagement Letter, the terms of the Engagement Letter shall control.

- (c) assisting in the determination of a capital structure for the Debtors;
- (d) assisting in the determination of a range of estimated values for the Debtors on a going concern basis;
- (e) advising the Debtors on tactics and strategies for negotiating with their stakeholders;
- (f) rendering financial advice to the Debtors and participating in meetings or negotiations with their stakeholders and/or rating agencies or other appropriate parties in connection with any Restructuring;
- (g) advising the Debtors on the timing, nature, and terms of new securities, other consideration or other inducements to be offered pursuant to a Restructuring;
- (h) advising and assisting the Debtors in evaluating potential financing transactions by the Debtors, and, subject to Centerview's agreement to so act and the execution of appropriate third party agreements, contacting potential sources of capital as the Debtors may designate and assisting the Debtors in implementing such a Financing;
- (i) assisting the Debtors in preparing documentation within Centerview's area of expertise that is required in connection with a Restructuring;
- (j) assisting the Debtors in identifying and evaluating candidates for a potential Sale Transaction, advising the Debtors in connection with negotiations and aiding in the consummation of one or more Sale Transactions;
- (k) attending meetings of the Debtors' Board of Directors and its committees with respect to matters on which Centerview has been engaged to advise the Debtors;
- (l) providing testimony, as necessary, with respect to matters on which Centerview has been engaged to advise the Debtors in any proceeding before the Bankruptcy Court; and
- (m) providing (but only to the extent permitted by further orders of this Court) the Debtors with other financial restructuring advice as may be specifically agreed upon in writing by the Debtors and Centerview.

11. Centerview will not, without further order of this Court, provide underwriting services to the Debtors in these Chapter 11 Cases (underwriting being understood as assumption of the risk of buying a new issue of securities and selling or reselling such securities).

12. The services that Centerview will provide to the Debtors are necessary to enable the Debtors to maximize the value of their estates. All of the services that Centerview will provide to the Debtors will be undertaken at the request of the Debtors and will be appropriately directed by the Debtors so as to avoid duplicative efforts among the professionals retained in these Chapter 11 Cases. Centerview will use reasonable efforts to coordinate with the Debtors' other retained professionals to avoid the unnecessary duplication of services.

Professional Compensation

13. Subject to Court approval, and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Fee Guidelines and any other applicable procedures and orders of this Court, the Debtors will compensate Centerview in accordance with the terms and conditions of the Engagement Letter, which provides in relevant part for the following compensation structure (the "Fee Structure"):

- (a) A monthly financial advisory fee (the "Monthly Advisory Fee")³ of \$300,000, due and payable on the first day of each month through the conclusion of the engagement; provided, that 50% of Monthly Advisory Fees paid subsequent to the Petition Date shall be credited against a Transaction Fee (defined below); provided further, that such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court.
- (b) A fee of \$12,500,000, payable upon the consummation of a Restructuring or Sale Transaction that is consummated in Bankruptcy Court (the "Transaction Fee");⁴ provided; that with respect to any Restructuring or Sale Transaction that is intended to be effected, in whole or in part, as a sale pursuant to Bankruptcy Code section 363 with a stalking horse bidder, or as a prepackaged, partial prepackaged, or prearranged plan of reorganization, which plan may include a Sale Transaction (a "Prearranged Plan") the Transaction Fee shall be earned and payable

³ Prior to the Petition Date, the Monthly Advisory Fee fluctuated between \$300,000 and \$400,000, as set forth in the Engagement Letter.

⁴ The Engagement Letter also provides for payment of a Transaction Fee in connection with a Restructuring or Sale Transaction consummated outside of the Bankruptcy Court.

(i) 50% upon, in the case of a sale pursuant to Bankruptcy Code section 363, execution of a stalking horse asset purchase agreement, or, in the case of a Prearranged Plan, upon obtaining indications of support from certain of the Company's key creditors that in the good faith judgment of the Board of Directors of the Company are sufficient to justify filing such Prearranged Plan, and (ii) 50% upon consummation of such Restructuring or Sale Transaction.

(c) If the Debtors consummate any Financing, the Debtors will pay Centerview the following (the "Financing Fee"):

- (i) 1.0% of the aggregate amount of any indebtedness issued that is secured by a first lien;
- (ii) 3.0% of the aggregate amount of any indebtedness issued that (x) is secured by a second or junior lien, (y) is unsecured and/or (z) is subordinated;
- (iii) 5.0% of the aggregate amount of any equity or equity-linked securities or obligations issued; and
- (iv) 0.5% of the aggregate amount of any debtor-in-possession financing issued, plus 1.0% of the aggregate amount of any debtor-in-possession financing issued by new lenders, not to exceed \$5,000,000 in the aggregate.

Any fee(s) paid under subparagraphs (c)(i), (ii) or (iii) shall be 50% credited (but only once) against a Transaction Fee subsequently paid under paragraph (b).

Any fee in excess of \$500,000 paid out under subparagraph (c)(iv) shall be 50% credited against a Transaction Fee subsequently paid under paragraph (b).

- (d) If at any time during the term of Centerview's engagement or within the nine full months following the termination of the engagement the Debtors (i) receive a letter of intent to purchase all or substantially all of the Debtors' assets or (ii) receive a debtor-in-possession financing proposal, in either case, satisfactory to the Debtors, Centerview shall be due and paid a transaction fee equal to \$1,200,000 (the "Interim Transaction Fee").
- (e) In addition to any fees that may be payable to Centerview and, regardless of whether any transaction occurs, the Debtors shall promptly reimburse Centerview for all: (A) reasonable documented production charges and out-of-pocket expenses (including travel and lodging, data processing and communications charges, courier services and other appropriate expenditures) and (B) other reasonably incurred fees and expenses,

including expenses of counsel if engaged with the prior approval of the Debtors, which approval shall not be unreasonably withheld.

- (f) As part of the compensation payable to Centerview, the Debtors agree to the indemnification, contribution and other provisions (the “Indemnification Provisions”) attached to the Engagement Letter as Exhibit B.
- (g) For the avoidance of doubt, if both a Restructuring and a Sale Transaction occur (in separate transactions or through a single transaction that meets both the definitions), the Company will be obligated to pay only one Transaction Fee. One or more fees pursuant to paragraph (c) (as described herein) may be payable in addition to a Restructuring Fee (subject to crediting as set forth above).

14. The Fee Structure is consistent with and typical of compensation arrangements entered into by Centerview and its restructuring professionals and other comparable firms in connection with the rendering of similar services under similar circumstances. Centerview and the Debtors believe that the foregoing compensation arrangements are both reasonable and market-based and consistent with Centerview’s normal and customary billing practices for comparably sized and complex restructuring cases, both in- and out-of-court.

15. In providing pre-petition services to the Debtors in connection with these matters, Centerview’s professionals have worked closely with the Debtors’ management and other professionals and have become well-acquainted with the Debtors’ financial history, debt structure, creditors, business and operations and related matters. Accordingly, Centerview has developed significant relevant experience and expertise regarding the Debtors that will assist it in providing effective and efficient services in these cases.

16. It is not the general practice of investment banking and financial services firms, including Centerview, to keep detailed time records similar to those customarily kept by attorneys. Notwithstanding the foregoing, Centerview intends to file interim and final fee applications for the allowance of compensation for services rendered and reimbursement of

expenses incurred in accordance with applicable provisions of the Bankruptcy Code, the Guidelines, the Bankruptcy Rules and any applicable orders of this Court. Such applications will include time records setting forth, in a summary format, a description of the services rendered by each professional, and the amount of time spent on each date by each such individual in rendering services on behalf of the Debtors. Because Centerview does not ordinarily maintain contemporaneous time records in one-tenth hour (.1) increments or provide or conform to a schedule of hourly rates for its professionals, Centerview intends to file time records in one half (.5) hour increments. Centerview will also maintain detailed records of any actual and necessary costs and expenses incurred in connection with the services discussed above. Centerview's applications for compensation and expenses will be paid by the Debtors, pursuant to the terms of the Engagement Letter upon approval of the Engagement Letter by this Court.

17. The Fee Structure has been agreed upon in anticipation that a substantial commitment of professional time and effort will be required of Centerview and its professionals in connection with these cases and in light of the fact that such commitment may foreclose other opportunities for Centerview. The actual time and commitment required of Centerview and its professionals to perform its services under the Engagement Letter may vary substantially from week to week and month to month, creating "peak load" issues for Centerview.

18. The Debtors and Centerview negotiated the Fee Structure to function as and be an interrelated, integrated unit, in correspondence with Centerview's services, which Centerview renders not in parts, but as a whole. It would be contrary to the intention of Centerview and the Debtors for any isolated component of the entire Fee Structure to be treated as sufficient consideration for any isolated portion of Centerview's services. Instead, the Debtors and

Centerview intend that Centerview's services be considered as a whole, for which Centerview is to be compensated by the Fee Structure in its entirety.

19. Centerview's strategic and financial expertise as well as its capital markets knowledge, financing skills, expertise in Financial Institution transactions, restructuring capabilities and mergers and acquisitions expertise, all of which has been and will continue to be required by the Debtors during the term of Centerview's engagement, were all important factors in determining the Fee Structure. Centerview believes that the ultimate benefit of Centerview's services hereunder cannot be measured by reference to the number of hours to be expended by Centerview's professionals in the performance of such services.

20. In sum, in the light of the foregoing and given the numerous matters which Centerview may be required to address in the performance of its services hereunder and Centerview's commitment to the variable level of time and effort necessary to address all such issues as they arise and the market prices for Centerview's services for engagements of this nature both out-of-court and in a chapter 11 context, Centerview believes that the Fee Structure is fair and reasonable under the standards set forth in section 328(a) of the Bankruptcy Code.

21. Accordingly, as more fully described below, Centerview believes that this Court should approve its retention subject to the standard of review set forth in section 328(a) of the Bankruptcy Code and that its compensation should not be subject to any additional standard of review under section 330 of the Bankruptcy Code.

22. Centerview has not shared or agreed to share any of its compensation from the Debtors with any other person, other than as permitted by section 504 of the Bankruptcy Code.

Indemnification

23. As part of the overall compensation payable to Centerview under the terms of the Engagement Letter, and as more fully described in Exhibit B thereto, the Debtors have agreed to

certain indemnification, contribution and reimbursement obligations as described in the Engagement Letter and Exhibit B thereto (the “Indemnification Provisions”). Specifically, the Indemnification Provisions state that the Debtors will indemnify and hold Centerview and each of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (the “Indemnified Persons”) harmless against liabilities arising out of or in connection with its engagement by the Debtors, except for any liability for losses, claims, damages, demand and liabilities (joint or several), or actions or proceedings in respect thereof that is or are finally, judicially determined to have resulted from the willful misconduct or gross negligence of an Indemnified Person.

24. The Indemnification Provisions reflected in the Engagement Letter are customary and reasonable terms of consideration for financial advisors and investment bankers such as Centerview for engagements both out-of-court and in chapter 11. The terms of the Engagement Letter, including the Indemnification Provisions, were fully negotiated between the Debtors and Centerview at arm’s-length, and Centerview respectfully submits that the Indemnification Provisions are reasonable and in the best interests of the Debtors, their estates and creditors.

Centerview’s Disinterestedness

25. In connection with its proposed retention by the Debtors in these Chapter 11 Cases, Centerview undertook to determine whether it had any conflicts or other relationships that might cause it not to be disinterested or to hold or represent an interest adverse to the Debtors. In connection with this inquiry, Centerview obtained from the Debtors and their professionals the names of individuals and entities that may be parties-in-interest in these Chapter 11 Cases (the “Potential Parties-in-Interest”). A categorized summary of the Potential Parties-in-Interest is provided on Schedule 1 annexed hereto.

26. As part of its diverse practice, Centerview appears in numerous cases, proceedings and transactions involving many different attorneys, accountants, investment bankers and financial consultants, some of whom may represent Potential Parties-in-Interest in these Chapter 11 Cases. Further, Centerview has in the past, and may in the future, be represented by attorneys and law firms, some of whom may be involved in these proceedings. In addition, Centerview has been in the past, and likely will be in the future, engaged in matters unrelated to the Debtors or these Chapter 11 Cases in which it works with or against or has mutual clients with other professionals involved in these Chapter 11 Cases. Based on our current knowledge of the professionals listed as Potential Parties-in-Interest in these Chapter 11 Cases, and to the best of my knowledge, none of these business relations constitute interests adverse to the Debtors.

27. Centerview has researched its electronic client files and records to determine its commercial or other professional connections with the Debtors and any Potential Parties-in-Interest. To the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, Centerview has not been retained to assist any entity or person other than the Debtors on matters relating to, or in connection with, these Chapter 11 Cases.

28. Furthermore, to the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, none of the principals or employees of Centerview working on or connected to this engagement on the Debtors' behalf has had, or will have in the future, direct contact concerning these Chapter 11 Cases with the Potential Parties-in-Interest herein, the United States Trustee, or anyone employed in the Office of the United States Trustee, other than in connection with this engagement for the Debtors.

29. To the extent that I have been able to ascertain that Centerview has been retained within the last three years to represent any of the Potential Parties-in-Interest in matters unrelated to these cases, such parties are referenced on Schedule 2 annexed hereto. Centerview's representation of each entity referenced on Schedule 2 is only in connection with matters that are unrelated to the Debtors or these Chapter 11 Cases.

30. Other than as referenced on Schedule 2, I am unaware of any client relationships that Centerview has had with the Potential Parties-in-Interest herein. If Centerview's proposed retention by the Debtors is approved by this Court, Centerview will not accept any engagement or perform any service for any entity or person other than the Debtors in the Chapter 11 Cases. Given the size of the Firm and the breadth of Centerview's client base, it is possible that Centerview may now or in the future be retained by one or more of the Potential Parties-in-Interest in matters unrelated to the Debtors or these Chapter 11 Cases without my knowledge. In addition, the Debtors may have customers, creditors, competitors and other parties with whom they maintain business relationships that are not listed as Potential Parties-in-Interest and with whom Centerview may now or in the future maintain commercial or other professional relationships. To the extent that Centerview discovers any, or enters into any new, material commercial or other professional relationship with Potential Parties-in-Interest, it will supplement this disclosure to the Court promptly.

31. I am not related or connected to and, insofar as I have been able to ascertain after reasonable inquiry, no other professional of Centerview is related or connected to, any United States Bankruptcy Judge for the Southern District of New York, any of the District Judges for the Southern District of New York, the U.S. Trustee for the Southern District of New York or any employee in the Office of the U.S. Trustee for the Southern District of New York.

32. To the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, none of the professionals of Centerview has had, or will have in the future, direct contact concerning the Chapter 11 Cases with the Debtors' creditors, other parties in interest, the U.S. Trustee or anyone employed in the Office of the U.S. Trustee other than in connection with performing financial advisory and investment banking services on behalf of the Debtors.

33. To the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, Centerview has no agreement with any other entity to share with such entity any compensation received by Centerview in connection with these Chapter 11 Cases. No promises have been received by Centerview as to compensation for Centerview in connection with these Chapter 11 Cases other than in accordance with the Engagement Letter.

34. Prior to the Petition Date, the Debtors paid Centerview an aggregate of \$2,900,000 in full payment of the Monthly Advisory Fees for the months of October 2011 through May 2012 and \$54,155 as reimbursement for Centerview's expenses billed through May 13, 2012. In addition, the Debtors paid Centerview \$5,000,000 for the Financing Fee associated with the \$1.45 billion and \$150 million debtor-in-possession financings obtained by the Debtors, an Interim Transaction Fee of \$1,200,000 and 50% of the Restructuring Fee (\$6,250,000), all pursuant to the terms of the Engagement Letter. Centerview also received an expense retainer of \$50,000.

35. Upon the completion of the proposed sales of the Debtors' legacy loan portfolio and mortgage loan origination and servicing businesses and assets,⁵ and/or other Restructuring,

⁵ See Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), and (m), 365 and 1123, and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 For Order: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form
(cont'd)

Centerview will be entitled to receive the remaining 50% of the Transaction Fee (\$6,250,000), which amount is subject to crediting of certain amounts pursuant to the terms of the Engagement Letter.

36. Centerview has received no other compensation from the Debtors pursuant to the Engagement Letter. As of the Petition Date, Centerview did not hold a prepetition claim against the Debtors for fees or expenses related to services rendered in connection with the engagement.

37. Accordingly, other than as disclosed herein, and insofar as I have been able to determine after reasonable inquiry, Centerview has no relationship with the Debtors of which I am aware. Based upon the foregoing, I believe that Centerview is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, in that Centerview and its professionals:

- (a) are not creditors, equity security holders or insiders of the Debtors;
- (b) were not, within two years before the Petition Date, a director, officer or employee of the Debtors; and
- (c) do not have an interest materially adverse to the Debtors, their respective estates or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

38. Centerview will conduct an ongoing review of its files to ensure that no conflicts or other disqualifying circumstances exist or arise. To the extent that any new relevant facts or relationships bearing on the matters described herein during the period of Centerview’s retention

(cont'd from previous page)

and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief (D.E. 61).

are discovered or arise, Centerview will use reasonable efforts to file promptly a supplemental declaration, as required by Bankruptcy Rule 2014(a).

Pursuant to 28 U.S.C. §1746, I declare under the penalty of perjury that the foregoing is true and correct.

Executed on June 26, 2012

CENTERVIEW PARTNERS LLC

By: /s/ Marc Puntus
Marc Puntus
Partner

SCHEDULE 1

RESIDENTIAL CAPITAL, LLC ET AL.

Case No. 12-12020 (MG)

List of Parties Searched

Debtors and Subsidiaries

ditech, LLC
DOA Holding Properties, LLC
DOA Properties IX (Lots-Other), LLC
EPRE LLC
Equity Investment I, LLC
ETS of Virginia, Inc.
ETS of Washington, Inc.
Executive Trustee Services LLC
GMAC – RFC Holding Company, LLC
GMAC Model Home Finance I, LLC
GMAC Mortgage USA Corporation
GMAC Mortgage, LLC
GMAC Residential Holding Company, LLC
GMAC RH Settlement Service, LLC
GMACM Borrower LLC
GMACM REO LLC
GMACR Mortgage Products, LLC
HFN REO SUB II, LLC
Home Connects Lending Services, LLC
Homecomings Financial Real Estate Holdings, LLC
Homecomings Financial, LLC
Ladue Associates, Inc.
Passive Asset Transactions, LLC
PATI A, LLC
PATI B, LLC
PATI Real Estate Holdings, LLC
RAHI A, LLC
RAHI B, LLC
RAHI Real Estate Holdings, LLC
RCSFJV2004, LLC
Residential Accredit Loans, Inc.
Residential Asset Mortgage Products, Inc.
Residential Asset Securities Corporation
Residential Capital, LLC
Residential Consumer Services of Alabama, LLC
Residential Consumer Services of Ohio, LLC
Residential Consumer Services of Texas, LLC
Residential Consumer Services, LLC
Residential Funding Company, LLC
Residential Funding Mortgage Exchange, LLC
Residential Funding Mortgage Securities I, Inc.
Residential Funding Mortgage Securities II, Inc.
Residential Funding Real Estate Holdings, LLC
Residential Mortgage Real Estate Holdings, LLC
RFC – GSAP Servicer Advance, LLC
RFC Asset Holdings II, LLC
RFC Asset Management, LLC
RFC Borrower LLC
RFC Construction Funding, LLC
RFC REO LLC
RFC SFJV-2002, LLC

Foreign Subsidiaries

Canada Mortgage Acceptance Corporation
Foreign Obligation Exchange, Inc. 2003-H12
Foreign Obligation Exchange, Inc. 2003-H14
Foreign Obligation Exchange, Inc. 2004-H11
Foreign Obligation Export, Inc.
GMAC Financiera S.A. de C.V. Sociedad
Financiera de Objeto Multiple
GMAC Residential Funding of Canada Limited
GMAC-RFC (No. 2) Limited
GMAC-RFC Auritec, S.A.
GMAC-RFC Direct Limited
GMAC-RFC Espana Hipotecas SL
GMAC-RFC Europe Limited
GMAC-RFC Holdings Limited
GMAC-RFC Property Finance Limited
High Street Home Loans Limited
MCA Finance Limited
National Guarantee plc
Private Label Group Limited
Private Label Mortgage Services Limited

Officers and Directors

Abreu, Steven M.
Aretakis, James
Dondzila, Catherine M.
Fleming, Patrick
Hamzehpour, Tammy
Harney, Anthony J.
Hills, Garry
Horner, Jill M.
III, Edward F. Smith,
Ilany, Jonathan
Mack, John E.
Marano, Thomas
Meyer, Darsi
Nees, Louis A.
Pensabene, Joseph A.
Riddle, Mindy
Strauss, Thomas M.
Tyson, William N.
West, Pamela E.
Whitlinger, James
Wilkinson, Winston Carlos

Parties to Funding Agreements

Ally Financial Inc (f/k/a GMAC Inc.)
Barclays Bank PLC
Citibank, N.A.
Wells Fargo Bank, N.A.
BMMZ Holdings LLC

US Bank National Association
 Deutsche Bank Trust Company Americas

Bondholders

AllianceBernstein Advisors
 American Enterprise Investment Services Inc.
 Appaloosa Management L.P.
 Bank of New York Mellon, (The)/Barclays Capital -
 London
 Bank of Nova Scotia/CDS
 BARC/FIXED
 Barclays Capital Inc. /LE
 Berkshire Hathaway Inc.
 BlackRock Global Investors
 Charles Schwab & Co., Inc.
 CITIBK/GRP
 Citigroup Global Markets Inc.
 Citigroup Global Markets Inc. /Salomon Brothers
 Credit Suisse Securities (USA) LLC
 David Lerner Associates, Inc.
 Deutsche Bank Securities, Inc.
 E*Trade Clearing LLC
 Edward D. Jones & Co.
 First Clearing, LLC
 First Southwest Company
 Goldman Sachs International
 Goldman, Sachs & Co.
 Interactive Brokers Retail Equity Clearing
 J.P. Morgan Clearing Corp.
 J.P. Morgan Securities LLC
 Janney Montgomery Scott Inc.
 Loomis Sayles & Company
 LPL Financial Corporation
 Merrill Lynch Safekeeping
 Morgan Stanley & Co. LLC
 Morgan Stanley Smith Barney LLC
 National Financial Services LLC
 Oppenheimer & Co. Inc.
 OptionXpress, Inc
 P. Schoenfeld Asset Management
 Paulson & Co. Inc.
 Penson Financial Services, Inc./Ridge.
 Pershing LLC
 Pentwater Capital Management
 Putnam Investment Management
 Raymond, James & Associates, Inc.
 RBC Capital Markets, LLC
 Scottrade, Inc.
 Security Investors LLC
 Silver Point Capital, L.P.
 Stifel, Nicolaus & Company Incorporated
 Taconic Capital Advisors, L.P.
 TD Ameritrade Clearing, Inc.
 Timber Hill LLC
 UBS Financial Services LLC
 UBS Securities LLC
 Vanguard Marketing Corporation
 Western Asset Management Company

Landlords and Tenants

2155 Northpark Lane LLC
 2255 Partners, L.P. c/o M. David Paul Development
 LLC
 Avenel Realty Company d / b / a Avenel at
 Montgomery Square
 Brandywine Cityplace LP
 BREOF Convergence LP c/o Brookfield Real Estate
 Opportunity Fund
 Business Suites (Texas) LTD
 Center Township of Marion County
 Del Amo Financial Center, LP
 DRA CLP Esplanade LP c/o Colonial Properties
 Services Ltd Partnership
 Euclid Plaza Associates, LLC
 GBM Properties, LLC
 Homeowners Alliance
 Liberty Property Limited Partnership
 National Default Servicing, LLC
 New Towne Center Inc.
 PBC San Jose, LLC
 PBC Walnut Creek, LLC
 Realty World - Graham/Grubbs and Associates
 Regus Management Group LLC
 Teachers Insurance and Annuity Association of
 America c/o Northmarq RES
 The Irvine Company LLC
 The Office Annex, Inc.
 Veridian Credit Union f/k/a John Deere Community
 Credit Union
 W.E.G., Jr., Inc. d / b / a Highland-March Beverly
 Suites

Parties to Litigation

Acacia Life Insurance Company
 Allstate Bank (f/k/a Allstate Federal Savings Bank)
 Allstate Insurance Company
 Allstate Life Insurance Company
 Allstate Life Insurance Company of New York,
 Allstate Retirement Plan
 Allstate New Jersey Insurance Company
 American Heritage Life Insurance Company
 Ameritas Life Insurance Corp.
 Assured Guaranty Municipal Corp.
 Boilermaker Blacksmith National Pension Trust
 Brown County, Ohio
 Cambridge Place Investment Management Inc.
 Church-Dellinger, Victoria Jean
 Columbus Life Insurance Company
 Deutsche Zentral-genossenschaftsbank, New York
 Branch, d/b/a DZ Bank AG, New York Branch
 DG Holding Trust
 Federal Home Loan Bank of Boston
 Federal Home Loan Bank of Chicago
 Federal Home Loan Bank of Indianapolis
 Federal Home Loan Mortgage Corporation
 Federal Housing Finance Agency
 Financial Guaranty Insurance Company
 First Colonial Insurance Company
 Fort Washington Active Fixed Income LLC

Fort Washington Investment Advisors, Inc.
 HSH Nordbank AG
 HSH Nordbank AG, Luxembourg Branch
 HSH Nordbank AG, New York Branch
 HSH Nordbank Securities S.A.
 Huntington Bancshares Inc.
 IKB Deutsche Industriebank AG
 IKB International S.A. (in Liquidation)
 Integrity Life Insurance Company
 Kennett Capital, Inc.
 Kral, Kenneth L.
 Laster, Martea
 Massachusetts Mutual Life Insurance Company
 MBIA Insurance Corporation
 Mitchell, Ruth
 Mitchell, Steven
 National Credit Union Administration Board
 National Integrity Life Insurance Company
 New Jersey Carpenters Health Fund
 New Jersey Carpenters Vacation Fund
 Rio Debt Holdings (Ireland) Limited
 Sall, Mohammed A.
 Sealink Funding Ltd.
 State of Ohio
 Stichting Pensioenfond ABP
 The Charles Schwab Corporation
 The Union Central Life Insurance Company
 The Western and Southern Life Insurance Company
 Thrivent Balanced Fund
 Thrivent Balanced Portfolio
 Thrivent Bond Index Portfolio
 Thrivent Core Bond Fund
 Thrivent Financial Defined Benefits Plan Trust
 Thrivent Financial for Lutherans
 Thrivent Income Fund
 Thrivent Limited Maturity Bond Fund
 Thrivent Limited Maturity Bond Portfolio
 U.S. Central Federal Credit Union
 West Virginia Investment Management Board
 Western Corporate Federal Credit Union
 Western-Southern Life Assurance Company

U.S. Trustee's Office (Region 2 Trial Attorneys)

Davis, Tracy Hope
 Driscoll, Michael
 Gasparini, Elisabetta
 Golden, Susan
 Khodorovsky, Nazar
 Masumoto, Brian S.
 Morrissey, Richard C.
 Nakano, Serene
 Riffkin, Linda A.
 Schwartz, Andrea B.
 Schwartzberg, Paul K.
 Velez-Rivera, Andy
 Zipes, Greg M.

Bankruptcy Judges (New York)

Bernstein, Stuart M.
 Chapman, Shelley C.

Drain, Robert
 Gerber, Robert E.
 Glenn, Martin
 Gropper, Allan L.
 Lane, Sean H.
 Lifland, Burton R.
 Morris, Cecelia G.
 Peck, James M.

District Court Judges (New York)

Baer, Harold
 Batts, Deborah A.
 Berman, Richard M.
 Briccetti, Vincent L.
 Buchwald, Naomi Reice
 Carter, Andrew L.
 Castel, P. Kevin
 Cedarbaum, Miriam Goldman
 Cote, Denise L.
 Crotty, Paul A.
 Daniels, George B.
 Duffy, Kevin T.
 Engelmayer, Paul A.
 Forrest, Katherine B.
 Gardephe, Paul G.
 Griesa, Thomas P.
 Haight, Charles S.
 Hellerstein, Alvin K.
 Jones, Barbara S.
 Kaplan, Lewis A.
 Karas, Kenneth M.
 Koeltl, John G.
 Marrero, Victor
 McKenna, Lawrence M.
 McMahon, Colleen
 Nathan, Alison J.
 Oetken, J. Paul
 Owen, Richard
 Patterson, Robert P.
 Pauley, William H.
 Preska, Loretta A.
 Rakoff, Jed S.
 Ramos, Edgardo
 Sand, Leonard B.
 Scheindlin, Shira A.
 Seibel, Cathy
 Stanton, Louis L.
 Stein, Sidney H.
 Sullivan, Richard J.
 Swain, Laura Taylor
 Sweet, Robert W.
 Wood, Kimba M.

Depositing Banks

Ally Bank
 Bank of America, N.A.
 Bank of New York Mellon
 Citibank, N.A.
 Deutsche Bank Trust Company Americas
 JPMorgan Chase Bank, N.A.

M&T Bank
State Street Bank and Trust Company
U.S. Bank National Association
Wachovia Bank, National Association

Consultants & Professionals

Barclays Bank PLC
Centerview Partners LLC
Deloitte & Touche
Evercore
Fortress Investment Group, LLC
FTI Consulting, Inc.
Kirkland & Ellis LLP
Kurtzman Carson Consultants LLC
Mayer Brown LLP
Mercer
Nationstar Mortgage, LLC
PricewaterhouseCoopers
Rubenstein Associates, Inc.
Sidley Austin LLP
Skadden, Arps, Slate, Meagher & Flom LLP

HELOC Investors

5th 3rd bank
Aurora Loan Services LLC
Bank One, Texas N.A.
Deutsche Bank National Trust Co.
Everbank
JP Morgan Chase
Macquarie Mortgages USA Inc
Suntrust
The Bank of New York Mellon
Treasury Bank, N.A.
Us Bank, N.A.
Wachovia Bank Na
Wells Fargo Bank, N.A.

Servicing Counterparties

Government Entities and GSEs

Federal Home Loan Mortgage Corporation (Freddie Mac)
Federal Housing Administration (FHA)
Federal National Mortgage Association (Fannie Mae)
Government National Mortgage Association (Ginnie Mae)

Housing and Local Agencies

California Housing Finance Agency
CitiMortgage, Inc., as administrator for Texas Veterans Land Board
Connecticut Housing Finance Authority
Delaware Housing Authority
Hawaii Housing (Hula Mae)
Housing Opportunities Commission of Montgomery County, Maryland
Mississippi Home Corporation
Neighborhood Housing Services of America and Philadelphia N.H.S.

Oregon Housing and Community Services Department
Redevelopment Authority of the County of Berks
Rural Housing
The Housing and Redevelopment Authority in and for the City of Minneapolis
The Industrial Commission of North Dakota

Mortgage and Monoline Insurers

The ACE Group
Ambac
Assured Guaranty Corp.
Cuna Mutual Group Mortgage Insurance Company
FGIC
Financial Security Assurance Inc
Federal Insurance Group (a subsidiary of the Chubb Group of Insurance Companies)
General Electric Mortgage Insurance Corporation
Genworth Mortgage Insurance Corporation
MBIA
Mortgage Guaranty Insurance Corp.
PMI Mortgage Insurance Co.
Radian Asset Assurance Inc.
Radian Guaranty Inc.
Republic Mortgage Insurance Company
Triad Guaranty Insurance Corporation
United Guaranty Residential Insurance Company

Trustees

Bank One, National Association
BNY Midwest Trust Company
Chase Bank of Texas, N.A.
Citibank, N.A.
Deutsche Bank National Trust Company
Deutsche Bank Trust Company Americas
HSBC Bank USA, National Association
JPMorgan Chase Bank, N.A.
LaSalle Bank National Association
Security Pacific National Company
The Bank of New York Mellon
U.S. Bank National Association
US National Association
Wells Fargo Bank Minnesota, N.A.
Wells Fargo Bank, National Association
Wilmington Trust Company

Other Counterparties to Servicing Agreements

50 BY 50, LLC
ABN AMRO Mortgage Group, Inc.
Access National Mortgage Corporation
Ace Home Equity Loan Trust, Series 2007-SL3
ACE Securities Corp.
ACT Mortgage Capital
Advantage Bank
Aegis Mortgage Corporation
Aegon USA Realty Advisors
Alliance Bancorp
Alliance Securities Corp.
Ally Bank
Ally Financial Inc.

Ally Investment Management LLC
 Alternative Finance Corporation
 Amalgamated Bank of New York
 American Equity Mortgage, Inc.
 American Home Mortgage
 American Home Mortgage Acceptance, Inc.
 American Home Mortgage Investment Trust 2005-2
 American Home Mortgage Investment Trust 2005-4A
 American Home Mortgage Investment Trust 2006-2
 American Home Mortgage Investment Trust 2007-A
 American Home Mortgage Servicing, Inc.
 American Home Mortgage Trust 2004-4
 American Home Mortgage Trust 2005-1
 American Home Mortgage Trust 2005-2
 American Home Mortgage Trust 2005-4A
 American Residential Equities XXVII, LLC
 American Residential Equities, LLC
 Amerquest Mortgage Company
 Andover Bank
 Arbor Commercial Mortgage, LLC
 Asset Management Holding of South Florida, LLC
 Assured Guaranty Municipal Corp
 Atlantic Financial Federal
 Audobon Savings Bank
 Aurora Loan Services Inc.
 Aurora Loan Services LLC
 Banc of America Funding 2005-3 Trust
 Banc of America Funding 2005-8 Trust
 Banc of America Funding 2006-1 Trust
 Banc of America Funding 2006-4 Trust
 Banc of America Funding Corporation
 Banc of America Mortgage Capital Corporation
 Bancap
 Banco Mortgage Company
 Banco Popular North America
 Bank of America, National Association
 Bank of Hawaii
 Bank One, Texas, N.A.
 Bank Rhode Island
 Bank United, FSB
 Bankatlantic, A Federal Savings Bank
 Bankers Saving
 Bankers Trust Company
 Banknorth Mortgage
 Bay Atlantic Federal Credit Union
 Bay Financial Savings Bank, FSB
 Bayrock Mortgage Corporation
 Bayview Acquisitions, LLC
 Bayview Financial Asset Trust
 Bayview Financial Property Trust
 Bayview Financial Securities Company, LLC
 Bayview Financial Trading Group, L.P.
 Bayview Financial, L.P.
 Bear Stearns Asset Backed Securities I, LLC
 Bear Stearns Mortgage Capital Corporation
 Bear Stearns Second Lien Trust 2007-1
 Bear Stearns Second Lien Trust 2007-SV1
 Bell Federal Savings and Loan Association

BellaVista Funding Corporation
 Belvedere Trust Finance Corporation
 Bluebonnet Savings Bank FSB
 BMMZ Holdings LLC
 Broadway Federal Bank, FSB
 Brothers Bank, FSB
 Butte Savings and Loan Association
 Caliber Funding, LLC
 California Banking Association
 California Federal Bank, FSB
 California Public Employees' Retirement System
 Cambridge Place Collateral Management LLC
 Canada Mortgage Acceptance Corporation
 Capital Crossing Bank
 Capitol Federal Savings and Loan Association
 Capstead Mortgage Corporation
 CDC Mortgage Capital Inc. (Natixis)
 Cenfed Bank, a Federal Savings Bank
 Cenlar FSB
 CenterState Bank of Florida, N.A.
 Central Bank of Jefferson County, Inc.
 Century Bank, FSB
 CFX Bank
 Charter One Bank, FSB
 Charter One Bank, N.A.
 Chase Manhattan Mortgage Corporation
 Chemical Mortgage Company
 Citi Financial Mortgage Co., Inc
 Citibank (West), FSB
 Citigroup Global Markets Realty Corp.
 Citigroup Mortgage Loan Trust Inc.
 CitiMortgage, Inc.
 Citizens Bank of Connecticut
 Citizens Bank of Massachusetts
 Citizens Bank of New Hampshire
 Citizens Bank of Pennsylvania
 Citizens Bank, N.A.
 Citizens Federal Bank, FSB
 Clayton Fixed Income Services Inc.
 Clayton National, Inc.
 CMC Investment Partnership
 Coastal Banc Capital Corporation
 Coastal Banc SSB
 Coastal States Mortgage Corporation
 Collective Federal Savings Bank
 Colonial Mortgage Service Company
 Comerica Bank
 Community Lending, Incorporated
 Communityone Bank, N.A.
 ComUnity Lending, Incorporated
 Copperfield
 Core, Cap Inc.
 Corona Asset Management III, LLC
 Countrywide Bank, N.A.
 Countrywide Home Loans Servicing, LP
 Countrywide Home Loans, Inc.
 Credit Suisse First Boston Mortgage Securities Corp.
 CSX
 CTCE Federal Credit Union

CTX Mortgage Company, LLC
 DB Structured Products, Inc.
 Deutsche Alt-A Securities, Inc.
 Deutsche Bank AG New York Branch
 Deutsche Mortgage Securities, Inc.
 DLJ Mortgage Acceptance Corp.
 DLJ Mortgage Capital, Inc.
 Dollar Bank, FSB
 Drawbridge Consumer Funding Ltd
 Dynex Securities Corporation
 E*Trade Bank
 E*Trade Mortgage
 E*Trade Wholesale Lending Corp.
 EAB Mortgage Company, Inc.
 EMC Mortgage Corporation
 Empire Mortgage X, Inc.
 Encore Bank and National Association
 Encore Savings Bank
 Erie Savings Bank
 EurekaBank
 EverBank
 Fairbanks Capital Corp.
 Fairfax Savings Bank
 Family Bank, FSB
 Family Lending Services, Inc.
 FBS Mortgage Corporation
 Federal Home Loan Bank of Atlanta
 Federal Trust Bank, FSB
 Fidelity Federal Bank
 Fidelity Savings and Loan
 Fifth Third Bank
 Financial Asset Securities Corp.
 First Bank Incorporated
 First Bank, Inc.
 First Cap Holdings, Inc.
 First Citizens Bank and Trust Company
 First Citizens Mortgage Company
 First Community Bank N.A.
 First Federal of Michigan
 First Federal Savings and Loan Association of
 Storm Lake
 First Guaranty Mortgage Corporation
 First Horizon Home Loan Corporation
 First Indiana Bank
 First Internet Bank of Indiana
 First Massachusetts Bank, N.A.
 First National Bank and Trust Company
 First National Bank of Arizona
 First National Bank of El Dorado
 First Nationwide Mortgage Corporation
 First NLC
 First Rate Capital Corporation
 First Savings Mortgage Corporation
 First Tennessee Bank National Association
 First Tennessee Capital Assets Corporation
 First Trust Savings Bank
 First Union National Bank
 First-Citizens Bank & Trust Company
 Firsttrust Bank
 Fleet National Bank

Flex Point Funding Corporation
 Flick Mortgage Investors, Inc.
 FNBA
 Fortress Credit Corp.
 FPA Corporation
 Franklin Bank, SSB
 Franklin Credit
 Franklin Credit Management Corporation
 Gateway Credit Union
 Gateway Funding Diversified Mortgage Services,
 LP
 GE Capital Consumer Card Co.
 GE Mortgage Services, LLC
 Geneva Mortgage Corporation
 Germantown Savings Bank
 Gibraltar Savings Association
 Ginn Financial Services, LLC
 Goldman Sachs Mortgage Company
 Gonzalo Residential Asset Trust
 Great American First Savings Bank
 Great American Savings Bank
 Green Planet Servicing, LLC
 Green Tree Servicing LLC
 GreenPoint Mortgage Funding Trust 2005-HE4
 GreenPoint Mortgage Funding Trust 2006-HE1
 GreenPoint Mortgage Funding, Inc.
 Greenwich Capital Acceptance, Inc.
 Greenwich Capital Financial Products, Inc.
 Greenwich Universal Portfolio
 GS Mortgage Securities Corp.
 GSAA Home Equity Trust 2005-9
 GSMPS Mortgage Loan Trust 2005-LT1
 GSR Mortgage Loan Trust 2006-AR2
 GSR Trust 2007-HEL1
 Guardian Savings Bank
 Hanover Capital Mortgage Holdings, Inc.
 HarborView Mortgage Loan trust 2004-10
 Healthcare Employees Federal Credit Union
 Home Equity Loan Trust 2005-HS2
 Home Equity Loan Trust 2006-HSA2
 Home Equity Loan Trust 2006-HSA3
 Home Equity Loan Trust 2006-HSA5
 Home Equity Loan Trust 2007-HSA1
 Home Equity Loan Trust 2007-HSA3
 Home Federal Savings & Loan Association of
 Rome, Ga.
 Home Loan Corporation
 Home Loan Series 09-2028
 HomeBanc Mortgage
 HomeEq Servicing Corporation
 Horsham Funding Inc.
 HSI Asset Securitization Corporation
 Hudson & Keyse, LLC
 Hudson City Savings Bank
 Huntington Federal Savings & Loan Association
 Hyperion Capital Group LLC
 IMPAC CMB Trust Series 2005-6
 IMPAC Funding Companies
 IMPAC Funding Corporation
 IMPAC Mortgage Holdings, Inc.

IMPAC Secured Assets Corp.
 Imperial Credit Industries, Inc.
 Independent Bank East Michigan
 IndyMac Bank, FSB (now OneWest Bank, FSB)
 IndyMac MBS, Inc.
 IndyMac Mortgage Holdings, Inc.
 ING Bank, FSB
 Investment Capital Group
 Irwin Union Bank and Trust Company
 Ixis Real Estate Capital Inc
 Jackson Federal Bank
 Just Mortgage, Inc.
 Kaiser Federal Bank
 Keystone Nazareth Bank & Trust Company
 Kidder Peabody Mortgage Capital Corporation
 Lacera
 Lebank
 Lehman Brothers Bank, FSB
 Lehman Brothers Holdings Inc.
 Lehman Capital, a division of Lehman Brothers
 Holdings Inc.
 Liberty Home Lending, Inc.
 Liberty Savings Bank, FSB
 Linden Assemblers Federal Credit Union
 Litton Loan Servicing, LP
 LNV Corporation
 Loan Center of California
 Loan Link Financial Services
 Local #38 and Associates Credit Union
 Lomas Mortgage USA, Inc.
 Los Angeles County Employees Retirement
 Association
 Los Angeles Federal Savings
 LPP Mortgage Ltd.
 Luminent Mortgage Capital, Inc.
 Lydian Private Bank
 Macquarie Mortgage Funding Trust 2007-1
 Macquarie Mortgages USA, Inc.
 MAIA Mortgage Finance Statutory Trust
 Marine Bank
 Market Street Mortgage Corporation
 Massachusetts Mutual Life Insurance Co.
 Matrix Capital Bank
 MB Financial Bank N.A.
 Medway Savings Bank
 Mellon Bank
 Mellon/McMahon Real Estate Advisors Inc.
 Merck Sharp & Dohme Federal Credit Union
 Mercury Mortgage Finance Statutory Trust
 Meridian Mortgage Corporation
 Merrill Lynch Bank & Co.
 Merrill Lynch Hunton Paige
 Merrill Lynch Mortgage Capital Inc.
 Merrill Lynch Mortgage Holdings, Inc.
 Merrill Lynch Mortgage Investors, Inc.
 Merrill Lynch Mortgage Lending, Inc.
 Metlife Bank, N.A.
 Metrocities Mortgage Corp., LLC
 Metropolitan Life Insurance Company
 Mid America Bank, FSB

MidFirst Bank
 Midland Financial Savings and Loan Association
 Mint I, LLC
 Mint II, LLC
 Money Bank Investment Corporation
 Monterey I Holdings
 Morgan Stanley Capital I Inc.
 Morgan Stanley Mortgage Capital Inc.
 Morgan Stanley Mortgage Loan Trust 2005-3AR
 Mortgage Asset Securitization Transactions, Inc.
 Mortgage Asset Securitization Trust
 Mortgage Interest Networking Trust II
 Mortgage Investors Corporation
 MortgageIT Holdings Inc.
 MortgageIT Securities Corp.
 MortgageIT Trust 2005-4
 MortgageIT, Inc
 MRF 3 LLC
 Mrit Securities Corporation
 Mutual Savings & Loan Association of Charlotte,
 N.C.
 Mutual Savings Bank
 National Bank of Commerce
 NETBANK
 Network Funding L.P.
 Neuwest Equity Partners
 New Century Mortgage Securities, Inc.
 New Cumberland Federal Credit Union
 New Penn Financial, LLC
 New York Life Insurance and Annuity Corporation
 New York Life Insurance Company
 Nomura Asset Acceptance Corporation
 Nomura Credit & Capital, Inc.
 Nomura Home Equity Loan, Inc.
 North Jersey Federal Credit Union, Inc.
 Northwest Funding, Inc.
 Northwestern National Bank of Minneapolis
 Norwest Bank Minnesota, National Association
 Norwest Mortgage, Inc.
 Ocwen Federal Bank FSB
 Ocwen Loan Servicing, LLC
 Ohio Savings Bank
 Opteum Financial Services, LLC
 Option One Mortgage Corporation
 Paine Webber Real Estate Securities Inc.
 Parkside Lending, LLC
 Parkvale Savings Bank
 Paul Financial, LLC
 People Savings Bank, Inc., SSB
 Peoples Heritage Savings Bank
 PHH Mortgage
 Philadelphia Federal Credit Union
 Pinnacle Capital Mortgage Corporation
 Pinnacle Financial Corporation
 Plaza Home Mortgage, Inc.
 PMC Bancorp
 PNC Bank, N.A.
 PNC Mortgage Securities Corp.
 Pomona First Federal Bank and Trust
 Principal Asset Markets, Inc.

Principal Bank
 Principal Mutual Life Insurance Company
 Private Capital Group
 Quaker City Bank
 Quicken Loans Inc.
 RBS Citizens, National Association
 Real Time Resolutions, Inc.
 Real Time Solutions
 Realty Mortgage Corporation
 Redlands Federal Bank, FSB
 Redwood Trust, Inc.
 Reliance Federal Credit Union
 Residential Mortgage Assistance Enterprise, LLC
 Resolution Capital Advisors, LLC
 Ridgewood Savings Bank
 Riggs Bank N.A.
 Rochester Community Savings Bank
 Roosevelt Management Company, LLC
 RWT Holdings, Inc.
 Ryland Acceptance Corporation Four
 SACO I Trust 2005-GP1
 SACO I Trust 2006-8
 Salomon Brothers Realty Corp.
 Saxon Mortgage Funding Corporation
 Sea Breeze Financial Services, Inc.
 Sebring Capital
 Secured Bankers Mortgage Company
 Security National
 Security Pacific National Bank
 Select Portfolio Servicing Inc.
 Sequoia Funding Trust
 Sequoia Residential Funding, Inc.
 Shearson Lehman Government Securities, Inc.
 Shellpoint Mortgage LLC
 Sierra Pacific Mortgage, Inc.
 Silver State Financial Services, Inc.
 Silvergate Bank
 Skyline Financial Corp.
 SMFC Funding Corporation
 SN Servicing Corporation
 SNBOA, LLC
 Southbank
 Southern Pacific Thrift and Loan Association
 SouthStar Funding, LLC
 Southwest Savings and Loan Association
 Sovereign Bank, FSB
 Specialized Loan Servicing LLC
 St. Paul Federal Bank for Savings
 Stanwich Mortgage Acquisition Company, LLC
 Sterling Savings Bank
 Steward Financial, Inc.
 Stonebridge Bank
 Structured Asset Mortgage Investments II Inc.
 Structured Asset Mortgage Investments, Inc.
 Structured Asset Securities Corporation
 Structured Mortgage Investments II Inc.
 Summit Savings & Loan Association
 Suntrust Asset Funding, LLC
 Superior Bank
 Susquehanna Bank

Syncora Guarantee Inc.
 Taylor, Bean Whitaker
 TCF National Bank
 TCIF, LLC
 TeleBank
 Terwin Advisors LLC
 Terwin Mortgage Trust 2006-6
 Terwin Securitization LLC
 The Canada Trust Company
 The Chase Manhattan Bank
 The First Boston Corporation
 The First National Bank of Glens Falls
 The Frost National Bank
 The Mortgage Store Financial, Inc.
 The New York Mortgage Company, LLC
 The Travelers Indemnity Company
 The Winter Group
 Treasury Bank, N.A.
 Tri Counties Bank
 Tri Country Area Federal Credit Union
 Truman Capital Securitization LLC
 UBS Real Estate Securities Inc.
 UBS Warburg Real Estate Securities Inc.
 UBS Warburg, LLC
 United Capital Mortgage, LLC
 United Federal Savings Bank
 United Financial Mortgage Corporation
 United Savings Association of Texas, FSB
 Unity Bank
 Universal Master Servicing, LLC
 US Bank Home Mortgage
 USAA Federal Savings Bank
 Valley Independent Bank
 Vermont Mortgage Group, Inc.
 Wachovia Bank, National Association
 Wachovia Mortgage Corporation
 Walter Mortgage Company
 Washington Mutual Bank
 Washington Mutual Mortgage Securities Corp.
 Webster Bank
 Western Financial Savings Bank, FSB
 WestStar Mortgage, Inc.
 Wilshire Credit Corporation
 Winter Group
 Witmer Funding LLC
 WMCC Clayton / Washington Mutual Bank
 WMD Capital Markets, LLC

Utilities

Abovenet Communications Inc.
 AT&T
 AT&T Mobility
 Center Point Energy
 CenturyLink
 Cisco Systems Capital Corporation
 City of Eden Prairie
 Comcast
 Dish Network
 Genesys Conferencing
 Global Capacity Group Inc.

IEX Corporation
Inova Solutions
Intercall
Intervoice Inc.
Level 3 Communications LLC
MediaCom
Micro-Tel Center
MidAmerican Energy
Sprint
Time Warner Cable
Time Warner Telecom
Verizon
Verizon Business
Verizon California
Verizon Wireless
Waste Management
Waterloo Water Works
Xcel Energy

Consolidated Top 50 Creditors

Aegis Usa Inc.
Alan Gardner
Allstate Insurance
Ambac Assurance Corp
Assured Guaranty Corp.
BNYMellon
Boilermaker Blacksmith National Pension Trust
Brian Kessler, et al
Cambridge Place Investment Management Inc.
Credstar
Deutsche Bank AG, New York
Deutsche Bank Trust Company Americas
Don E. Diane M. Patterson
Donna Moore
Emortgage Logic
Federal Home Loan Bank of Boston
Federal Home Loan Bank of Chicago
Federal Home Loan Bank of Indianapolis
Federal Housing Finance Agency
Financial Guaranty Insurance Co.
Huntington Bancshares Inc.
Indecomm Global Services
Iowa Public Employees Retirement System
Lehman Brothers Holdings, Inc.
Loan Value Group
Massachusetts Mutual Life Insurance Company
MBIA, Inc.
Midwest Operating Engineers Pension Trust Fund
National Credit Union Administration Board
New Jersey Carpenters Health Fund
New Jersey Carpenters Vacation Fund
Orange County Employees Retirement System
Police and Fire Retirement System of the City of
Detroit
Sealink Funding Limited
Steven And Ruth Mitchell
Stichting Pensioenfond ABP
The Charles Schwab Corporation
The Union Central Life Insurance Company
Thrivent Financial for Lutherans

Tiffany Smith
US Bank
Wells Fargo & Company
Wells Fargo Bank N.A
West Virginia Investment Management Board
Western & Southern

Members of the Creditors' Committee

Allstate Life Insurance Company
AIG Asset Management (U.S.), LLC
The Bank of New York Mellon Trust Company,
N.A.
Deutsche Bank Trust Company Americas
Drennen, Rowena L.
Financial Guaranty Insurance Company
MBIA Insurance Corporation
U.S. Bank National Association
Wilmington Trust, N.A.

Rule 2004 Motion Parties

AlixPartners
Cerberus Capital Management, L.P.
Cerberus FIM Investors LLC
Cerberus FIM, LLC
FIM Holdings LLC
General Motors Company
Gibbs & Bruns, LLP
GMAC Bank
GMAC Commercial Finance, LLC
GMAC LLC
GMAC Mortgage Group, LLC
Houlihan Lokey
IB Finance Holding Company, LLC
Kelly Drye & Warren LLP
Kramer Levin et al
Moelis & Company
Morrison & Foerster LLP
Morrison Cohen LLP
National Motors Bank FSB
Ropes & Gray LLP
White & Case

SCHEDULE 2

Centerview Relationships with Potential Parties-in-Interest

Centerview has represented each of the Potential Parties-in-Interest listed below in connection with matters completely unrelated to the Debtors' Chapter 11 Cases:

Ambac Assurance Corporation

Cisco Systems, Inc.

Citigroup, Inc. / Phibro LLC

GMAC Common Equity Trust I (owns 132,280 shares of Ally Financial, Inc.)

HSBC Bank USA

ING Bank

EXHIBIT 3

CENTERVIEW PARTNERS

October 18, 2011

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

This letter agreement (the "Agreement") confirms the understanding and agreement between Centerview Partners LLC (the "Advisor" or "Centerview") and Residential Capital, LLC and its controlled subsidiaries (collectively with any entity formed or used for the purposes set forth herein, the "Company").

Assignment Scope:

1. The Company hereby retains Advisor as its investment banker to provide the Company with general restructuring advice and to advise it in connection with any Restructuring, Sale Transaction and/or Financing (each as defined below) on the terms and conditions set forth herein. By signing this Agreement, we hereby accept our appointment as your investment banker under the terms hereof. The individuals listed on Exhibit A will constitute the core team (the "Core Team"), and we agree that the Core Team will, as appropriate, devote its full time and attention to this engagement.

As used in this Agreement:

- (a) "Restructuring" shall mean any restructuring, reorganization (whether or not pursuant to Chapter 11 of the United States Bankruptcy Code) and/or recapitalization transaction or series of related transactions in respect of all or a significant portion of the Company's outstanding indebtedness (including any debt to an affiliate, bank debt, bond debt, and other on and off balance sheet indebtedness), and which may also include trade claims, leases (both on and off balance sheet), litigation-related claims and obligations, unfunded pension and retiree medical liabilities, and other liabilities (collectively, the "Existing Obligations"), and that is achieved, without limitation, through (i) a solicitation of waivers and consents from the holders of Existing Obligations (collectively, the "Stakeholders"); (ii) rescheduling of the maturities of Existing Obligations; (iii) a change in interest rates; (iv) repurchase, settlement or forgiveness of Existing Obligations; (v) conversion of Existing Obligations into equity; (vi) an exchange offer involving the issuance of new securities in exchange for Existing

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Obligations; or (vii) the issuance of new securities, sale or disposition of assets, sale of debt or equity securities or other interests. Notwithstanding the foregoing, neither (1) settlements of the matters described on Exhibit C hereto nor (2) capital contributions by the member of the Company, affiliates of the member, or the U.S. government in the ordinary course of business, including for the purpose of satisfying the Company's financial covenants under its debt facilities or agreements with Fannie Mae or other government sponsored or owned entity, and which do not otherwise involve a Restructuring, Sale Transaction or Financing shall be deemed a Restructuring.

- (b) "Financing" means any transaction or series of transactions involving the public or private issuance, sale, or placement of equity, equity-linked, or debt securities, instruments, or obligations of the Company entailing debtor-in-possession financing or exit financing in connection with a case under the Bankruptcy Code. Notwithstanding the foregoing, capital contributions by the member of the Company, affiliates of the member, or the U.S. government shall not be deemed a Financing, except if the member of the Company or affiliates of the member provide debtor-in-possession financing.
- (c) "Sale Transaction" means any transaction or series of transactions, whether consummated before or after a filing pursuant to Chapter 11 of the United States Bankruptcy Code, and involving (i) an acquisition, merger, consolidation, or other business combination pursuant to which all or substantially all of the business or assets of the Company are, directly or indirectly, combined with another company; (ii) the acquisition, directly or indirectly, by a buyer or buyers (which term shall include a "group" of persons as defined in Section 13(d) of the Securities Exchange Act of 1934, as amended), of equity interests or options, or any combination thereof constituting a majority of the then outstanding stock of the Company or possessing a majority of the then outstanding voting power of the Company (except as may occur with current Stakeholders as a result of a Restructuring); (iii) any other purchase or acquisition, directly or indirectly, by a buyer or buyers of all or substantially all of the assets, securities or other interests of the Company or (iv) the formation of a joint venture or partnership with the Company or direct investment in the Company for the purpose of effecting a transfer of all or substantially all of the interests in the Company to a third party.

Description of Services:

2. Advisor agrees, in consideration of the compensation provided in Section 3 below, to perform such of the following investment banking services as the Company may reasonably request:

- (a) Reviewing and analyzing the Company's business, operations and financial projections;

- (b) Evaluating the Company's potential debt capacity in light of its projected cash flows;
- (c) Assisting in the determination of a capital structure for the Company;
- (d) Assisting in the determination of a range of values for the Company on a going concern basis;
- (e) Advising the Company on tactics and strategies for negotiating with the Stakeholders;
- (f) Rendering financial advice to the Company and participating in meetings or negotiations with the Stakeholders and/or rating agencies or other appropriate parties in connection with any Restructuring;
- (g) Advising the Company on the timing, nature, and terms of new securities, other consideration or other inducements to be offered pursuant to the Restructuring;
- (h) Advising and assisting the Company in evaluating potential Financing transactions by the Company, and, subject to our agreement to so act and the execution of appropriate agreements in the case of any public issuance of securities or other circumstances where additional agreements may be customary between the Company and Advisor or an entity described in Section 13 below that is acting as underwriter or placement agent therefor, contacting potential sources of capital as the Company may designate and assisting the Company in implementing such a Financing;
- (i) Assisting the Company in preparing documentation within our area of expertise that is required in connection with the Restructuring;
- (j) Assisting the Company in identifying and evaluating candidates for a potential Sale Transaction, advising the Company in connection with negotiations and aiding in the consummation of one or more Sale Transactions;
- (k) Attending meetings of the Company's Board of Directors and its committees with respect to matters on which we have been engaged to advise you;
- (l) Providing testimony, as necessary, with respect to matters on which we have been engaged to advise you in any proceeding before the Bankruptcy Court; and
- (m) Providing the Company with other financial restructuring advice as may be specifically agreed upon in writing by the Company and the Advisor.

Fees and Expense Reimbursement; Indemnification:

3. As consideration for the services to be provided, the Company shall pay Advisor the following fees:

- (a) A monthly financial advisory fee of \$300,000 (the "Monthly Advisory Fee"), the first payment of which shall be due and paid by the Company upon execution of this Agreement and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid in excess of \$1,800,000 shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable.
- (b) If at any time during the term of this engagement or within the nine full months following the termination of this engagement (including the term of this engagement, the "Fee Period"), (x) any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "Out-Of-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$15,000,000; provided, however, that if (x) any Restructuring or Sale Transaction is consummated in Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated in Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "In-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$12,500,000; provided, further, that if an agreement in principle or definitive agreement to effect a Sale Transaction is entered into prior to the six month anniversary of this Agreement and concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Sale Transaction is consummated (i) outside of Bankruptcy Court; and (ii) with the party disclosed separately to Centerview on the date hereof with whom the Company is currently engaged in pending negotiations (the "Disclosed Party"), Centerview shall be entitled to receive a transaction fee (a "Limited Transaction Fee") equal to \$7,500,000. Notwithstanding anything to the contrary in this subparagraph 3(b), in connection with any Restructuring or Sale Transaction that is intended to be effected, in

whole or in part, as a prepackaged, partial prepackaged or prearranged plan of reorganization anticipated to involve the solicitation of acceptances of such plan in compliance with the Bankruptcy Code, by or on behalf of the Company, from holders of any class of the Company's securities, indebtedness or obligations (a "Prepackaged Plan") the Transaction Fee shall be earned and payable (x) 50% upon the earlier of (i) execution of definitive agreements with respect to such plan and (ii) delivery of binding consents to such plan by a sufficient number of creditors and/or bondholders, as the case may be, to the plan and (y) 50% upon consummation of such Restructuring or Sale Transaction; provided, however, that if the Advisor is paid 50% of the Transaction fee in connection with a Prepackaged Plan and a plan of reorganization is not consummated, the Advisor will return such fee to the Company.

(c) If at any time during the Fee Period, the Company consummates any Financing, the Company will pay Advisor the following:

- i. 1.0% of the aggregate amount of any indebtedness issued that is secured by a first lien;
- ii. 3.0% of the aggregate amount of any indebtedness issued that (x) is secured by a second or junior lien, (y) is unsecured and/or (z) is subordinated;
- iii. 5.0% of the aggregate amount of any equity or equity-linked securities or obligations issued; and
- iv. 0.5% of the aggregate amount of any debtor-in-possession financing issued, plus 1.0% of the aggregate amount of any debtor-in-possession financing issued to new lenders, not to exceed \$5,000,000 in the aggregate (or, if such financing is provided by a member of the Company, affiliates of the member, the U.S. government or by the Disclosed Party, not to exceed \$500,000).

Any fee(s) paid under subparagraphs 3(c)(i), 3(c)(ii) and 3(c)(iii) shall be 50% credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee subsequently paid under subparagraph 3(b).

Any fee in excess of \$500,000, paid under subparagraph 3(c)(iv) shall be 50% credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee subsequently paid under subparagraph 3(b).

(d) In addition to any fees that may be payable to Advisor and, regardless of whether any transaction occurs, the Company shall promptly reimburse Advisor for all:

(A) reasonable documented production charges and out-of-pocket expenses (including travel and lodging, data processing and communications charges, courier services and other appropriate expenditures) and (B) other reasonably incurred fees and expenses, including reasonable expenses of counsel if engaged with the prior approval of the Company, which approval shall not be unreasonably withheld.

- (e) As part of the compensation payable to Advisor hereunder, the Company agrees to the indemnification, contribution and related provisions (the "Indemnification Provisions") attached to this Agreement as Exhibit B and incorporated herein in their entirety. Nothing contained in this Paragraph 3 shall be deemed to limit in any manner the Company's obligations under the Indemnification Provisions.
- (f) All amounts referenced hereunder reflect United States currency and shall be paid promptly in cash after such amounts accrue hereunder.

For the avoidance of doubt, if both a Restructuring and a Sale Transaction occur (in separate transactions or through a single transaction that meets both definitions) the Company will be obligated to pay the Advisor either an Out-of-Court Transaction Fee or an In-Court Transaction Fee but not both. One or more fees pursuant to subparagraph 3(c) may be payable in addition to an In-Court Transaction Fee (subject to the crediting set forth above).

Retention in Chapter 11 Proceedings:

4. In the event of the commencement of proceedings pursuant to Chapter 11 of the United States Bankruptcy Code during the term of this Agreement or during the period until nine months following any termination of this Agreement by the Company, the Company agrees that it will use commercially reasonable efforts to obtain prompt authorization from the Bankruptcy Court to retain Advisor on the terms and conditions set forth in this Agreement under the provisions of Section 328(a) of the Bankruptcy Code. Subject to being so retained, Advisor agrees that during the pendency of any such proceedings, it shall continue to perform its obligations under this Agreement and that it shall file interim and final applications for allowance of the fees and expenses payable to it under the terms of this Agreement pursuant to the applicable Federal Rules of Bankruptcy Procedure, and the local rules and order of the Bankruptcy Court. The Company shall supply Advisor with a draft of the application and proposed retention order authorizing Advisor's retention sufficiently in advance of the filing of such application and proposed order to enable Advisor and its counsel to review and comment thereon. Advisor shall be under no obligation to provide any services under this agreement in the event that the Company becomes a debtor under the Bankruptcy Code unless Advisor's retention under the terms of this Agreement is approved under section 328(a) of the Bankruptcy Code by final order of the Bankruptcy Court, which order is acceptable to Advisor. In so agreeing to seek Advisor's retention under Section 328(a) of the Bankruptcy Code, the Company acknowledges that it believes that Advisor's general restructuring experience and expertise, its knowledge of the capital markets and its merger and acquisition capabilities will inure to the

benefit of the Company in pursuing any Restructuring, Sale Transaction or Financing, that the value to the Company of Advisor's services hereunder derives in substantial part from that expertise and experience and that, accordingly, the structure and amount of the various contingent fees set forth herein are reasonable regardless of the number of hours to be expended by Advisor's professionals in the performance of the services to be provided hereunder.

Other:

5. No fee payable to any other person, by the Company or by any other party, shall reduce or otherwise affect any fee payable or expense reimbursement hereunder to the Advisor.

6. The Company will furnish or cause to be furnished to Advisor such current and historical financial information and other information regarding the business of the Company as Advisor may request in connection with this engagement. The Company will keep Advisor advised of all developments materially affecting the Company or its financial position. In performing its services pursuant to this Agreement, including in connection with any valuation of the Company, Advisor shall be entitled to rely upon information furnished to it by the Company or that is publicly available, may assume the accuracy and completeness of such information and shall not assume any responsibility for independent verification of any such information. Advisor will not, as part of its engagement, undertake any independent valuation or appraisal of any of the assets or liabilities of the Company or of any third party, or opine or give advice to the Board of Directors, the Company or management or shareholders with respect thereto. With respect to any forecasts or projections that may be furnished to Centerview by the Company Centerview will assume that they have been reasonably prepared on bases reflecting the best then currently available estimates and judgments of the management of the Company as to the matters covered thereby. In connection with the services described above, the Company authorizes us to transmit any memorandum prepared by the Company describing the Company and its assets, properties, or businesses in connection with a Sale Transaction or Financing to potential parties to a Sale Transaction or Financing. The Company will be solely responsible for the contents of any such memorandum.

7. In performing its services pursuant to this Agreement, Advisor is not assuming any responsibility for the decision of the Company or any other party to pursue (or not to pursue) any business strategy or to effect (or not to effect) any Restructuring, Sale Transaction, Financing, or other transaction. Advisor shall not have any obligation or responsibility to provide "crisis management" for or business consultant services to the Company, and shall have no responsibility for designing or implementing operating, organizational, administrative, cash management or liquidity improvements; nor shall Advisor be responsible for providing any tax, legal or other specialist advice.

8. It is understood and agreed that nothing contained in this Agreement shall constitute an express or implied commitment by Advisor or any of its affiliates to underwrite, place or purchase any securities in a financing or otherwise, which commitment shall only be set forth in a separate underwriting, placement agency or purchase agreement, as applicable, relating to the financing.

9. In order to coordinate our efforts on behalf of the Company during the period of our engagement hereunder, the Company will promptly inform Advisor of any discussions, negotiations, or inquiries regarding a potential Restructuring, Sale Transaction or Financing, including any such material discussions or inquiries that have occurred during the six-month period prior to the date of this Agreement to the extent relevant to this engagement. In the event that Advisor receives an inquiry concerning any transaction, we will promptly inform the Company of such inquiry.

10. The Company agrees that neither Centerview nor any of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (collectively, the "Centerview Persons" and each individually, a "Centerview Person") shall have any liability (whether direct or indirect, in contract, tort or otherwise) to the Company or any person asserting claims on behalf of or in right of the Company for or in connection with this engagement or any transactions or conduct in connection herewith, except to the extent that any losses, claims, damages or liabilities incurred by the Company are finally judicially determined to have resulted directly from the willful misconduct or gross negligence of such Centerview Person.

11. Advisor's engagement hereunder will automatically terminate upon termination of any Chapter 11 proceedings involving the Company and may be terminated by you or us at any time without liability or continuing obligation to you or us, except that following any such termination (a) Advisor shall remain entitled to any fees accrued pursuant to Section 3 but not yet paid prior to such termination, and to reimbursement of reasonable documented production charges and out-of-pocket expenses incurred prior to such termination as provided in subparagraph 3(d) hereof, (b) the Indemnification Provisions shall survive termination indefinitely and (c) in the case of automatic termination or termination by the Company, Advisor shall remain entitled to full payment of all fees contemplated by Section 3 hereof in respect to any Restructuring, any Sale Transaction and any Financing.

12. The Company recognizes that Advisor has been engaged only by the Company with duties solely to the Company, and that the Company's engagement of Advisor is not deemed to be on behalf of and is not intended to confer rights upon any member, shareholder, partner or other owner of the Company, any creditor, lender or any other person not a party hereto as against Advisor or any of its affiliates or any of their respective directors, officers, members, agents, employees or representatives. No one, other than senior management or the Board of Directors of the Company is authorized to rely upon the Company's engagement of Advisor or use or rely upon (in their capacities as such and not in any individual capacities) any statements, advice, opinions or conduct by Advisor. Without limiting the foregoing, any advice, written or oral, rendered to the Company's Board of Directors or management in the course of the Company's engagement of Advisor are solely for the purpose of assisting senior management or the Board of Directors of the Company, as the case may be, in evaluating any Restructuring, Sale Transaction or Financing, as the case may be, and does not constitute a recommendation to any stakeholder of the Company that such stakeholder might or should take in connection with the Restructuring, Sale Transaction or Financing. Any advice, written or oral, rendered by Advisor may not be reproduced, disseminated, disclosed publicly or made available to third

parties at any time, in any manner or for any purpose, without the prior written consent of Advisor. Notwithstanding the foregoing, nothing herein shall prohibit you from disclosing to any and all persons the tax treatment and tax structure of any transaction and the portions of any materials that relate to such tax treatment or tax structure. Advisor's role herein is that of an independent contractor; nothing herein is intended to create or shall be construed as creating a fiduciary or agency relationship between Advisor and the Company or its Board of Directors or any other party. Centerview is not assuming any duties or obligations other than those expressly set forth in this Agreement

13. In connection with the services to be provided hereunder, Advisor may employ the services of its affiliates and may share with any such entity any information concerning the Company, *provided* that Advisor and such entities shall hold any non- public information confidential in accordance with the Confidentiality Agreement, dated October 12, 2011 (the "Confidentiality Agreement") and their respective customary policies relating to nonpublic information. Any such entity so employed shall be entitled to all of the benefits afforded to Advisor hereunder, including the Indemnification Provisions and shall be entitled to be reimbursed for its costs and expenses on the same basis as Advisor.


14. The provisions hereof and the Indemnification Provisions shall inure to the benefits of and be binding upon the successors and assigns of the Company, Advisor and any other person entitled to indemnity under the Indemnification Provisions. The Company's obligations pursuant to this Agreement are joint and several. This Agreement, including the Indemnification Provisions, and the Confidentiality Agreement embody the entire agreement and understanding among the parties hereto and supersedes any and all prior agreements, arrangements, and understandings, related to the matters provided for herein. No waiver, amendment or other modification of this Agreement, including the Indemnification Provisions, shall be effective unless in writing and signed by each party to be bound thereby.

15. This Agreement and any claim related directly or indirectly to this Agreement (including any claim concerning advice provided pursuant to this Agreement) and the Indemnification Provisions shall be governed by and construed in accordance with the laws of the State of New York without regard to the principle of conflicts of law. No such claim shall be commenced, prosecuted or continued in any forum other than the courts of the State of New York located in the City and County of New York or in the United States District Court for the Southern District of New York, and each of the parties hereby submits to the jurisdiction of such courts. The Company hereby waives on behalf of itself and its successors and assigns any and all right to argue that the choice of forum provision is or has become unreasonable in any legal proceeding. The Company waives all right to trial by jury in any action, proceeding or counterclaim (whether based upon contract, tort or otherwise) related to or arising out of the engagement of Advisor pursuant to, or the performance by Advisor of the services contemplated by, this Agreement.

If the foregoing Agreement is in accordance with your understanding of the terms of our engagement, please sign and return to us the enclosed duplicate hereof.

Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Marc Puntus
Partner

Accepted and Agreed to as of the date first written above.

RESIDENTIAL CAPITAL, LLC, on behalf of itself
and its controlled subsidiaries


By: 
Thomas Marano
Chief Executive Officer

Exhibit A
Core Team

Stephen Crawford – Partner
Samuel Greene - Partner
Marc Puntus – Partner
1 Managing Director
1-2 Principals
2 Associates
2-3 Analysts

Exhibit B
Indemnification Provisions

Attached Hereto

Exhibit C
Litigation and Claims

The settlement or compromise of any of the following matters will not be deemed to constitute a “Restructuring” for purposes of this Engagement:

1. Pending investigations, lawsuits or claims by any state attorney general, state banking department, US Department of Justice, US Department for Housing and Urban Development, or similar bodies or agencies relating to mortgage servicing and related issues
2. Pending lawsuits or claims by the Federal Housing Finance Authority in respect of mortgage loan repurchase or mortgage-backed securities claims

CENTERVIEW PARTNERS

Exhibit B

October 18, 2011

Centerview Partners LLC
31 West 52nd Street, 22nd Floor
New York, NY 10019

Gentlemen:

In connection with the engagement (the "Engagement") of Centerview Partners LLC ("Centerview") by the undersigned (the "Company") to render financial advisory services to the Company pursuant to a letter agreement dated the date hereof (the "Engagement Agreement"), the Company hereby agrees as follows:

1. Except as provided in paragraph 3. below, the Company agrees to indemnify and hold harmless Centerview and each of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (collectively, the "Indemnified Persons" and each individually, an "Indemnified Person") from and against any and all losses, claims, damages, demands and liabilities, joint or several, or actions or proceedings in respect thereof, brought by or against any person (collectively, "Losses"), which are related to or arise out of the Engagement or any matter or transaction contemplated thereby.
2. The Company agrees to reimburse each Indemnified Person promptly upon request for all costs and expenses (including fees, disbursements and other charges of legal counsel) as they are incurred in connection with investigating, preparing for, pursuing, defending against or providing evidence in, any pending or threatened action, claim, suit, investigation or other proceeding brought by or against any person in any jurisdiction related to or arising out of the Engagement or any matter or transaction contemplated thereby (whether or not Centerview or any other Indemnified Person is a named party or witness, and whether or not any liability to any person results therefrom), including in connection with enforcing the terms hereof.
3. Notwithstanding the foregoing, the Company shall have no obligation to indemnify and hold harmless any Indemnified Person under this letter agreement in respect of any Losses to the extent that such Losses are finally judicially determined to have resulted from the willful misconduct or gross negligence of such Indemnified Person.
4. The Company agrees that it will not, without Centerview's prior written consent (which consent shall not be unreasonably withheld or delayed), settle, compromise, consent to the entry of any judgment in or otherwise seek to terminate any pending or threatened action, claim, suit, investigation or proceeding in respect of which indemnification or contribution may be sought hereunder (whether or not Centerview or any other Indemnified Person is an actual or potential party thereto) unless such settlement, compromise, consent or termination includes an unconditional release of each Indemnified Person from all liability arising out of such action, claim, suit, investigation or proceeding and does not impose any monetary or financial obligation on any Indemnified Person or contain any admission of culpability or liability on the part of any Indemnified Person. No Indemnified Person seeking indemnification, reimbursement or contribution under this letter agreement will, without the Company's prior written consent (which consent shall not be unreasonably withheld or delayed), settle, compromise, consent to the entry of any judgment in or otherwise seek to terminate any action, claim, suit, investigation or proceeding referred to herein.

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5. If the foregoing indemnification provided for herein is determined to be unavailable to an Indemnified Person for any reason (other than as specified in paragraph 3. hereof) or is insufficient to hold it harmless in respect of any Losses referred to herein, then, in lieu of indemnifying such Indemnified Person hereunder, the Company shall contribute to the amount paid or payable by such Indemnified Person as a result of such Losses (and expenses related thereto) (i) in such proportion as is appropriate to reflect the relative benefits to the Company, on the one hand, and to Centerview, on the other hand, with respect to the Engagement or (ii) if the allocation provided by clause (i) of this paragraph is not available, in such proportion as is appropriate to reflect not only the relative benefits referred to in clause (i) but also the fault of the Company and Centerview and any other relevant and equitable considerations; provided, however, that in no event shall the aggregate contribution of the Indemnified Persons to the amounts so paid or payable exceed the aggregate amount of all fees actually received by Centerview from the Company in connection with the Engagement (excluding any amounts received by Centerview as reimbursement of expenses pursuant to the Engagement Agreement). For purposes of this letter agreement, the relative benefit to the Company and Centerview of the Engagement shall be deemed to be in the same proportion as (a) the total value paid or contemplated to be paid or received or contemplated to be received by the Company in the transaction or transactions that are the subject of the Engagement, whether or not such transaction is proposed or completed, bears to (b) the fees paid or to be paid to Centerview under the Engagement Agreement.
6. The Company agrees that neither Centerview nor any other Indemnified Person shall have any liability (whether direct or indirect, in contract, tort or otherwise) to the Company or any person asserting claims on behalf of or in right of the Company for or in connection with the Engagement or any transactions or conduct in connection therewith, except to the extent that any losses, claims, damages or liabilities incurred by the Company are finally judicially determined to have resulted from the willful misconduct or gross negligence of such Indemnified Person.
7. This letter agreement shall be governed by and construed in accordance with the laws of the State of New York, without regard to principles of conflicts of laws. Solely for purposes of enforcing this letter agreement, the Company hereby consents to personal jurisdiction of, service in and waives any objection to venue in any court in which any claim or proceeding which is subject to, or which may give rise to a claim for indemnification or contribution under, this letter agreement is brought against Centerview or any other Indemnified Person. ANY RIGHTS OF TRIAL BY JURY WITH RESPECT TO ANY CLAIM, COUNTERCLAIM OR ACTION ARISING OUT OF THIS LETTER AGREEMENT OR THE ENGAGEMENT IS HEREBY WAIVED.
8. The indemnity, contribution, reimbursement and other obligations of the Company hereunder shall be in addition to any liability that the Company may have, at common law or otherwise, and shall be binding on its successors and permitted assigns. The obligations of the Company hereunder cannot be assigned without the prior written consent of Centerview.
9. Prior to or at the time a public announcement is made concerning the Company entering into any agreement or arrangement with respect to, or effecting, any merger, statutory exchange or other business combination or proposed sale or exchange, dividend or other distribution or liquidation of all or a significant portion of its assets in one or a series of transactions or any significant recapitalization or reclassification of its outstanding securities that does not directly or indirectly provide for the assumption of the obligations of the Company set forth herein, the Company will notify Centerview in writing thereof and, if requested by Centerview, shall use commercially reasonable efforts to arrange in connection therewith alternative means of providing for the obligations of the Company set forth herein.
10. The terms of this letter agreement shall apply to all services provided by Centerview to the Company in connection with the matters contemplated by the Engagement, including those provided prior to the date of this letter agreement. The provisions of this letter agreement shall apply to any subsequent amendment to or modification of the Engagement Agreement, and shall survive the termination or completion of the Engagement.

Very truly yours

Residential Capital, LLC

By: 
Thomas Marano
Chief Executive Officer

Accepted:

CENTERVIEW PARTNERS LLC

By: 
Marc Puntus
Partner

March 13, 2012

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

Reference is made to that certain engagement letter dated October 18, 2011 (the "Engagement Letter"), between Centerview Partners LLC ("Centerview") and the Company (as such term is defined in the Engagement Letter). This agreement (the "Amendment") amends the Engagement Letter as follows:

Centerview and the Company mutually agree that Paragraph 3(a) and 3(b) of the Engagement Letter are hereby replaced with the following:

- (a) A monthly financial advisory fee (the "Monthly Advisory Fee") of \$300,000, the first payment of which shall be due and paid by the Company upon execution of the Engagement Letter and thereafter on each monthly anniversary thereof through January 1, 2012. Thereafter, a Monthly Advisory Fee of \$400,000, the first payment of which shall be due and paid by the Company on January 1, 2012 ("Revised Monthly Invoice Date") and thereafter on each monthly anniversary thereof through the earlier of the date the Company files chapter 11 (the "Petition Date") and the conclusion of this engagement. Subsequent to the Petition Date, a Monthly Advisory Fee of \$300,000, the first payment of which shall be due and paid by the Company on the first monthly anniversary of the Revised Monthly Invoice Date occurring after the Petition Date, and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid subsequent to the Petition Date shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable.
- (b) If at any time during the term of this engagement or within the nine full months following the termination of this engagement (including the term of this engagement, the "Fee Period"), (x) any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a

Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "Out-Of-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$15,000,000; provided, however, that if (x) any Restructuring or Sale Transaction is consummated in Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated in Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "In-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$12,500,000; provided, further, that if an agreement in principle or definitive agreement to effect a Sale Transaction is entered into prior to the six month anniversary of this Agreement and concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Sale Transaction is consummated (i) outside of Bankruptcy Court; and (ii) with the party disclosed separately to Centerview on the date hereof with whom the Company is currently engaged in pending negotiations (the "Disclosed Party"), Centerview shall be entitled to receive a transaction fee (a "Limited Transaction Fee") equal to \$7,500,000. Notwithstanding anything to the contrary in this subparagraph 3(b), in connection with any Restructuring or Sale Transaction that is intended to be effected, in whole or in part, as a §363 sale with a stalking horse bidder, or as a prepackaged, partial prepackaged or prearranged plan of reorganization, which plan may include a sale transaction (a "Prearranged Plan"), the Transaction Fee shall be earned and payable (x) 50% upon, in the case of a §363 sale, execution of a stalking horse asset purchase agreement, or, in the case of a Prearranged Plan, upon obtaining indications of support from certain of the Company's key creditors that in the good faith judgment of the Board of Directors of the Company are sufficient to justify filing such Prearranged Plan, and (y) 50% upon consummation of such Restructuring or Sale Transaction.

Centerview and the Company mutually agree that the following paragraph shall be added to section 3:

- (g) If at any time during the Fee Period the Company (x) receives a letter of intent to purchase all or substantially all of the Company's assets or (y) receives a debtor-in-possession financing proposal, in either case, satisfactory to the Company, Centerview shall be due and paid a transaction fee ("Interim Transaction Fee") equal to \$1,200,000.

The Company and Centerview hereby agree that except as specifically set forth above, nothing contained in this Amendment shall affect any of the terms of the Engagement Letter, or any of the terms of the separate indemnification agreement, dated October 18, 2011 and referenced in paragraph 3(e) of the Engagement Letter (the "Indemnification Agreement").

This Amendment may be executed in counterparts, each of which together shall be considered a single document. This Amendment shall be binding on Centerview and the Company and their respective successors and assigns. This Amendment is not intended to confer any rights upon any shareholder, creditor, owner or partner of the Company, or on any other person not a party hereto other than the indemnified persons referenced in the Indemnification Agreement referenced in paragraph 3(e) of the Engagement Letter. This Amendment shall be governed by and construed in accordance with the laws of the State of New York.

Please confirm that the foregoing is in accordance with your understanding by signing and returning to us the enclosed duplicate of this Amendment, which shall thereupon constitute a binding agreement between the Company and Centerview.

Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Name: Marc Puntus
Title: Partner

ACCEPTED AND AGREED TO:

Residential Capital LLC


By: 
Name: Thomas Marazo
Title: CEO

EXHIBIT C

**SECOND AMENDMENT TO THE ENGAGEMENT LETTER BETWEEN
CENTERVIEW PARTNERS LLC AND THE DEBTORS DATED JANUARY 17, 2013;
FILED JANUARY 24, 2013**

Presentment Date: January 31, 2013 at 12:00 p.m. (ET)
Objection Deadline: January 30, 2013 at 4:00 p.m. (ET)

MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
Gary S. Lee
Todd M. Goren
Naomi Moss

*Counsel for the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
_____)	

**NOTICE OF PRESENTMENT OF DEBTORS' MOTION FOR ORDER UNDER
BANKRUPTCY CODE SECTIONS 327(a) AND 328(a) APPROVING AMENDMENT
TO ENGAGEMENT LETTER WITH CENTERVIEW PARTNERS LLC**

PLEASE TAKE NOTICE that the undersigned will present the attached *Debtors'*
*Motion for Order Under Bankruptcy Code Sections 327(a) and 328(a) Approving Amendment to
Engagement Letter with Centerview Partners LLC* (the "Motion"), to the Honorable Martin
Glenn, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern
District of New York (the "Bankruptcy Court"), Alexander Hamilton Custom House, One
Bowling Green, New York, New York 10004, Room 501, for signature on **January 31, 2013 at
12:00 p.m. (Prevailing Eastern Time).**



PLEASE TAKE FURTHER NOTICE that objections, if any, to the Motion must be made in writing, conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Notice, Case Management, and Administrative Procedures approved by the Bankruptcy Court [Docket No. 141], be filed electronically by registered users of the Bankruptcy Court's electronic case filing system, and be served, so as to be received no later than **January 30, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, upon (a) counsel for the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attention: Gary S. Lee, Todd M. Goren and Naomi Moss); (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attention: Tracy Hope Davis, Linda A. Riffkin, and Brian S. Masumoto); (c) the Office of the United States Attorney General, U.S. Department of Justice, 950 Pennsylvania Avenue NW, Washington, DC 20530-0001 (Attention: US Attorney General, Eric H. Holder, Jr.); (d) Office of the New York State Attorney General, The Capitol, Albany, NY 12224-0341 (Attention: Nancy Lord, Esq. and Enid N. Stuart, Esq.); (e) Office of the U.S. Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attention: Joseph N. Cordaro, Esq.); (f) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attention: Richard M. Cieri); (g) counsel to Barclays Bank PLC, as administrative agent for the DIP lenders, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, NY 10036 (Attention: Ken Ziman & Jonathan H. Hofer); (h) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036 (Attention: Kenneth Eckstein & Greg Horowitz); (i) counsel for Ocwen Loan Servicing, LLC, Clifford Chance US LLP, 31 West 52nd Street, New York, NY 10019 (Attention: Jennifer C. DeMarco and Adam Lesman); (j) counsel for Berkshire Hathaway Inc., Munger, Tolles & Olson LLP, 355 South Grand Avenue, Los Angeles, CA 90071 (Attention: Thomas Walper and Seth Goldman); (k) Internal Revenue

Service, P.O. Box 7346, Philadelphia, PA 19101-7346 (if by overnight mail, to 2970 Market Street, Mail Stop 5-Q30.133, Philadelphia, PA 19104-5016); and (l) Securities and Exchange Commission, New York Regional Office, 3 World Financial Center, Suite 400, New York, NY 10281-1022 (Attention: George S. Canellos, Regional Director).

PLEASE TAKE FURTHER NOTICE that, if no objections to the Motion are timely filed, served and received in accordance with this Notice, the Court may enter the Order without further notice or hearing.

Dated: January 24, 2013
New York, New York

Respectfully submitted,

/s/ Gary S. Lee

Gary S. Lee
Todd M. Goren
Naomi Moss
MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900

*Counsel for the Debtors and
Debtors in Possession*

Presentment Date: January 31, 2013 at 12:00 p.m. (ET)
Objection Deadline: January 30, 2013 at 4:00 p.m. (ET)

MORRISON & FOERSTER LLP
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New York, New York 10104
Telephone: (212) 468-8000
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Gary S. Lee
Todd M. Goren
Naomi Moss

*Counsel for the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	
	)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	
	)	Chapter 11
Debtors.)	
	)	Jointly Administered
_____)	

**DEBTORS' MOTION FOR ORDER UNDER
BANKRUPTCY CODE SECTIONS 327(a) AND 328(a) APPROVING AMENDMENT
TO ENGAGEMENT LETTER WITH CENTERVIEW PARTNERS LLC**

TO THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE:

The debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")¹ hereby move (the "Motion") for entry of an order, the proposed form of which is attached as Exhibit 1, under sections 327(a) and 328(a) of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 2014-1 and 2016-1 of the Local

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 6] (the "Whitlinger Affidavit").

Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), approving an amendment (the “Amendment”), attached hereto as Exhibit 2, to the Engagement Letter (as defined below) with Centerview Partners LLC (“Centerview”), investment banker for the Debtors. In support of this Motion, the Debtors rely on the Declaration of Marc D. Puntus (the “Puntus Declaration”), a partner of Centerview and the co-head of its Restructuring Group, attached hereto as Exhibit 3. In further support of this Motion, the Debtors respectfully state as follows:

INTRODUCTION

1. When the Debtors filed these Chapter 11 cases, they set out to accomplish what no other mortgage lender had done before – sell an operating mortgage business in bankruptcy. With the assistance of Centerview, the Debtors met this goal and successfully conducted auctions for the sales of the Debtors’ loan platform and legacy loan portfolio, which upon closing are expected to yield approximately \$4.5 billion in cash for these estates (the “Asset Sales”).

2. Now that the Asset Sales have been approved by the Court, the Debtors have begun to market and sell certain remaining assets. Based on Centerview’s extensive knowledge of the Debtors’ business and assets, the Debtors have asked Centerview to advise them in connection with the sales of certain loans or receivables in the Debtors’ portfolio that are insured by the Federal Housing Administration (the “FHA”), as described in the FHA Sale Motion (defined below), with an unpaid principal balance of \$127 million (the “FHA Loans”). Although the separate sale of loans was not addressed in the Engagement Letter (defined below), the Debtors believe that Centerview’s extensive knowledge of the Debtors’ business and previous experience selling the Debtors’ assets and whole loan portfolio, will help them

market and sell the FHA Loans successfully. Therefore, the Amendment seeks to expand Centerview's retention to include sales of the FHA Loans and to compensate Centerview accordingly.

3. Additionally, pursuant to the Engagement Letter, Centerview is required to credit 50% of certain Monthly Advisory Fees against the Transaction Fee² earned upon the closing of the Asset Sales. Originally, the Transaction Fee was to be earned and paid at the closing of the Asset Sales. See Puntus Declaration ¶ 10. During negotiations with the Creditors' Committee concerning Centerview's retention, Centerview agreed that the Transaction Fee would continue to be earned upon closing of the Asset Sales but payment would be deferred until the effective date of a confirmed plan. See Puntus Declaration ¶ 10. The Debtors, the Creditors' Committee and Centerview did not address how crediting would be structured post-closing of the Asset Sales as part of those discussions. See Puntus Declaration ¶ 10. As such, the parties chose to clarify this provision in the Amendment (the "Crediting Provision"). See Puntus Declaration ¶ 10. Following extensive negotiations between the Debtors, the Creditors' Committee and Centerview regarding the Crediting Provision, and in light of substantial additional restructuring-related services required of Centerview post-closing, the Amendment reflects that Centerview will continue crediting its Monthly Advisory Fees through the closing of the Debtors' servicing and origination platform (the "Platform Closing Date"), but will not be required to credit Monthly Advisory Fees following the Platform Closing Date through June 30, 2013. From and after July 1, 2013, Centerview will credit 50% of Monthly Advisory Fees, subject to the rights of Centerview to

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Engagement Letter or the Amendment.

renegotiate the appropriate amount of crediting following such date with the reasonable consent of the Creditors' Committee.

JURISDICTION AND VENUE

4. This Court has jurisdiction to consider the Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are Bankruptcy Code sections 327(a) and 328 as supplemented by Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1.

BACKGROUND

5. On May 14, 2012 (the "Petition Date"), each of the Debtors filed a voluntary petition in this Court for relief under Chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. These cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). No trustee has been appointed in these Chapter 11 cases.

6. On the Petition Date, the Debtors filed the Sale Motion³, and on June 28, 2012, the Court entered an order approving the sale and bid procedures for the sale of the Debtors' assets [Docket No. 62].

³ *Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f) and (m), 365 and 1123 and Fed R. Bank. P. 2002, 6004, 6006 and 9014 for Order: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Hearing and Sale Deadline; (III) Approving Form and Manner of Notice Thereof and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief (the "Sale Motion")* [Docket No. 61].

7. On May 16, 2012, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed a nine member official committee of unsecured creditors (the “Creditors’ Committee”).

8. On June 20, 2012, the Court directed that an examiner be appointed [Docket No. 454], and on July 3, 2012, the Court approved Arthur J. Gonzalez as the examiner [Docket No. 674] (the “Examiner”).

9. On June 26, 2012, the Debtors filed the *Debtors’ Application for Order Under Bankruptcy Code Sections 327(a) and 328(a) Authorizing Employment and Retention of Centerview Partners LLC as Investment Banker* [Docket No. 507] (the “Retention Application”). On July 26, 2012, the Court approved the retention of Centerview as investment banker to the Debtors [Docket No. 920] (the “Retention Order”).

10. On October 23, 2012 and October 24, 2012, the Debtors successfully conducted an auction for the sale of the Debtors’ mortgage loan origination and servicing businesses to Ocwen Loan Servicing, LLC (“Ocwen”) for \$3 billion.

11. On October 25, 2012, the Debtors successfully conducted an auction for the sale of the Debtors’ “legacy” portfolio consisting mainly of mortgage loans and other residual financial assets to Berkshire Hathaway Inc. (“Berkshire”) for \$1.5 billion.

12. At a hearing held on November 19, 2012, the Court approved the Sale Motion on the record. On November 21, 2012, the Court entered orders approving the sales to Ocwen and Berkshire [Docket Nos. 2246 and 2247].

13. On January 2, 2013, the Debtors filed the *Debtors’ Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f) and (m) and Fed. R. Bankr. P. 2002, 6004 and 9007 for Orders: (A)(I) Authorizing and Approving Sale Procedures; (II) Scheduling Bid Deadline and Sale*

Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain FHA Loans Free and Clear of Liens, Claims, Encumbrances and Other Interests; (II) Authorizing and Approving Mortgage Loan Purchase and Interim Servicing Agreement; and (III) Granting Related Relief [Docket No. 2544] (the “FHA Sale Motion”).

14. On January 16, 2013, the Court approved the FHA Sale Motion on the record. On January 17, 2013, the Court entered an order approving the FHA Sale Motion [Docket No. 2649].

RELIEF REQUESTED

15. By this Motion, the Debtors seek entry of an order approving the Amendment, which seeks to (i) expand the scope of Centerview’s retention to include services related to the sale of the FHA Loans, and (ii) clarify that Centerview is not required to credit Monthly Advisory Fees against the Transaction Fee following the Platform Closing Date through June 30, 2013.

BASIS FOR RELIEF

16. Centerview’s services, as investment banker to the Debtors, have been rendered upon the terms and conditions of an engagement letter dated October 18, 2011, by and between Centerview and the Debtors, as amended on March 13, 2012 (the “Engagement Letter”), a copy of which is attached hereto as Exhibit 2 and incorporated by reference herein.

A. The FHA Sale Motion Compensation

17. The Engagement Letter provides for the retention of Centerview as investment banker to assist the Debtors on a variety of matters, including sale and restructuring related services. See Retention Application ¶ 13. Although the Engagement Letter specifically

contemplates the sale of substantially all of the Debtors' assets (i.e. the Assets Sales), it does not address the separate sale of discrete assets, such as the FHA Loans remaining in the Debtors' estates.

18. Pursuant to the Retention Order, modifications and amendments to the Engagement Letter must be approved by the Court. Retention Order ¶ 3. Because the Debtors believe that it is in their best interests to have Centerview provide assistance with the sale of the FHA Loans they have modified the terms of the Engagement Letter as described in the Amendment.

19. Specifically, the Debtors have requested that Centerview oversee the marketing and sale of the FHA Loans. In preparation for the sale of the FHA Loans, Centerview has assisted the Debtors with identifying those loans that will be attractive to a number of prospective bidders and formulating sale procedures approved by the Court pursuant to the FHA Sale Motion that will allow the Debtors to realize the highest and best bid for such FHA Loans. Centerview will assist the Debtors and their other advisors with the sale process through a broad range of activities, including: (i) developing a list of potential buyers and contacting such buyers, (ii) assisting the Debtors with the dual-stage due diligence process, (iii) evaluation of bids, (iv) discussions with creditors, and (v) facilitating the negotiation of sale related documents.

20. The Debtors seek to modify the terms of the Engagement Letter, pursuant to the Amendment to include services provided in connection with the sale of the FHA Loans. If the Debtors consummate any transactions for the sale of the FHA Loans, the Amendment provides for the payment to Centerview of 1% of the aggregate sale price of the FHA Loans to buyers other than Ginnie Mae or its affiliates upon the closing of the applicable loan sale or

sales (the “FHA Sale Motion Compensation”). Centerview will also assist with the continued monetization of other remaining estate assets and reserves the right to seek additional fees for subsequent sales of loans and other assets, subject to the reasonable consent of the Creditors’ Committee.

21. The FHA Sale Motion Compensation is consistent with and typical of compensation arrangements entered into by Centerview and its restructuring professionals and other comparable firms in connection with the rendering of similar services under similar circumstances. See Puntus Declaration ¶ 9. Centerview believes that the foregoing compensation arrangements are both reasonable and market-based and consistent with Centerview’s normal and customary billing practices for comparably sized transactions. See Puntus Declaration ¶ 9.

B. Clarification of the Crediting Provision

22. In addition to providing for the FHA Sale Motion Compensation, the Amendment clarifies the Crediting Provision contained in the Engagement Letter. Pursuant to the Engagement Letter, Centerview is required to credit 50 % of certain Monthly Advisory Fees against the Transaction Fee. The Engagement Letter does not specify whether Centerview is required to continue crediting upon the closing of the Asset Sales, at which time the Transaction Fee will have been fully earned. See Retention Order ¶ 9.

23. The Debtors filed these cases with the hope of exiting Chapter 11 shortly after the closing of the Asset Sales. The complexity of the issues pervading these cases has slowed the pace and prolonged the conclusion of these Chapter 11 case. While the expected timeline of these Chapter 11 cases has changed, Centerview has nonetheless continued to provide the Debtors with invaluable restructuring-related services, including acting as a

critical sounding board to the Debtors' management and Board of Directors on day-to-day issues. Additionally, Centerview continues spending considerable time with interested parties analyzing and discussing the terms and working towards confirmation of a Chapter 11 plan. Centerview has and will continue to play an integral role in helping the Debtors prosecute and negotiate a Chapter 11 plan, as well as assisting the Debtors with the myriad of restructuring related matters and analyses.

24. The Debtors, Centerview and the Creditors' Committee engaged in arm's-length negotiations regarding the duration and scope of the Crediting Provision. Following those negotiations, the parties agreed that Centerview will not be required to credit the Monthly Advisory Fees from the Platform Closing Date through June 30, 2013. From and after July 1, 2013, Centerview will credit 50% of Monthly Advisory Fees. Centerview reserves the right to seek to renegotiate the appropriate amount of crediting with the Debtors based on the facts and circumstances extant at that point in time, subject to the reasonable consent of the Creditors' Committee.

25. The experienced professionals at an investment bank such as Centerview fulfill a critical need that complements the services offered by the Debtors' other restructuring professionals. The Debtors believe they continue to require the services of a capable and experienced investment banking firm such as Centerview in connection with the monetization of their remaining assets and the prosecution of a Chapter 11 plan, and that Centerview is crucial to the Debtors' continued success in these Chapter 11 cases. The Creditors' Committee played an active role in the negotiations regarding the Amendment recognizing the value that Centerview's services add to these cases.

26. Centerview has and will continue to apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these Chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 797] and consistent with the proposed terms of compensation set forth in the Engagement Letter. Further, because the Debtors retained Centerview under Bankruptcy Code section 328(a), the Debtors believe that Centerview's compensation should not be subject to any additional standard of review under Bankruptcy Code section 330 and should not constitute a "bonus" under applicable law. Notwithstanding anything herein to the contrary, the United States Trustee for the Southern District of New York shall retain all rights to respond or object to Centerview's interim and final applications for compensation and reimbursement of expenses on all grounds including, but not limited to, reasonableness, pursuant to section 330 of the Bankruptcy Code, and in the event the U.S. Trustee objects, the Court retains the right to review such interim and final applications pursuant to section 330 of the Bankruptcy Code.

27. In the light of the foregoing, and given the matters that Centerview may be required to address in the performance of its services hereunder, Centerview's commitment to the variable level of time and effort necessary to address all such issues as they arise and the market rate charged for comparable services both in and out of Chapter 11, the Debtors believe that the terms and conditions of the Amendment are fair and reasonable under the standards set forth in Bankruptcy Code section 328(a). Centerview's substantial experience with respect to sale and restructuring-related investment banking services, coupled with the

nature and scope of work already performed by Centerview during the course of these cases, further support approval of the Amendment.

NOTICE

28. The Debtors have provided notice of this Motion in accordance with the Case Management Procedures Order, approved by this Court on May 23, 2012 [Docket No. 141].

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an order (i) substantially in the form attached hereto as Exhibit 1, granting the relief requested in the Motion, (ii) approving the Amendment and (iii) granting such other and further relief to the Debtors as the Court may deem just and proper.

New York, New York
Dated: January 24, 2013

/s/ Gary S. Lee

Gary S. Lee
Todd M. Goren
Naomi Moss
MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900

*Counsel to the Debtors
and Debtors in Possession*

EXHIBIT 1

(Proposed Order)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
-----)	

**ORDER UNDER BANKRUPTCY CODE SECTIONS 327(a) AND 328(a)
APPROVING AMENDMENT TO ENGAGEMENT LETTER WITH
CENTERVIEW PARTNERS LLC**

Upon the motion, (the “Motion”),¹ of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (the “Order”), pursuant to sections 327(a) and 328(a) of title 11 of the United States Code (the “Bankruptcy Code”), and Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rules 2014-1 and 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), approving the Amendment to the Engagement Letter with Centerview Partners LLC, investment banker to the Debtors; as more fully set forth in the Motion; and upon consideration of the declaration of Marc Puntus in support of the Motion (the “Puntus Declaration”); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431 dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested herein is in the best interests of the Debtors' estates, their creditors and other parties in interest; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and a hearing having been held on January 29, 2013 to consider the relief requested in the Motion; and upon the record of the hearing, and of all of the proceedings had before the Court; and any objections to the Motion having been withdrawn, resolved or overruled; and the Court having found and determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is granted as set forth herein.
2. In accordance with Bankruptcy Code sections 327(a) and 328(a) and Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1, the Amendment is approved.
3. The Debtors' employment and retention of Centerview pursuant to the Retention Order is hereby amended in accordance with the Amendment.
4. In all other respects, the provisions of the Retention Order remain unchanged and in full force and effect.
5. To the extent that there may be any inconsistency between the terms of this Order and the Retention Order, the terms of this Order shall govern,
6. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

7. Notwithstanding anything herein to the contrary, this Order shall not modify or affect the terms and provisions of, nor the rights and obligations under, (a) the Board of Governors of the Federal Reserve System Consent Order, dated April 13, 2011, by and among AFI, Ally Bank, ResCap, GMAC Mortgage, LLC, the Board of Governors of the Federal Reserve System, and the Federal Deposit Insurance Corporation, (b) the consent judgment entered April 5, 2012 by the District Court for the District of Columbia, dated February 9, 2012, (c) the Order of Assessment of a Civil Money Penalty Issued Upon Consent Pursuant to the Federal Deposit Insurance Act, as amended, dated February 10, 2012, and (d) all related agreements with AFI and Ally Bank and their respective subsidiaries and affiliates.

8. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: New York, New York
, 2013

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 2

(Engagement Letter)

January 17, 2013

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

Reference is made to that certain engagement letter dated October 18, 2011 as amended on March 14, 2012 (the "Engagement Letter"), between Centerview Partners LLC ("Centerview") and the Company (as such term is defined in the Engagement Letter), and that certain order of the Bankruptcy Court dated July 26, 2012 (the "Retention Order"), authorizing and approving Centerview's retention on the terms set forth in the Engagement Letter, as amended and supplemented by the Retention Order. This agreement (the "Amendment") amends the Engagement Letter as follows:

Centerview and the Company mutually agree that Paragraph 3(a) of the Engagement Letter is hereby replaced with the following:

- (c) A monthly financial advisory fee (the "Monthly Advisory Fee") of \$300,000, the first payment of which shall be due and paid by the Company upon execution of the Engagement Letter and thereafter on each monthly anniversary thereof through January 1, 2012. Thereafter, a Monthly Advisory Fee of \$400,000, the first payment of which shall be due and paid by the Company on January 1, 2012 ("Revised Monthly Invoice Date") and thereafter on each monthly anniversary thereof through the earlier of the date the Company files chapter 11 (the "Petition Date") and the conclusion of this engagement. Subsequent to the Petition Date, a Monthly Advisory Fee of \$300,000, the first payment of which shall be due and paid by the Company on the first monthly anniversary of the Revised Monthly Invoice Date occurring after the Petition Date, and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid for the periods subsequent to the Petition Date through the date on which the sale of ResCap's servicing and origination platform closes (the "Platform Sale Closing Date") and after July 1, 2013 shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable. For the avoidance of doubt, Monthly Advisory Fees paid for the period from the Platform Sale Closing Date through June 30, 2013 shall not be credited. Centerview reserves the right to renegotiate with the Company,

subject to the reasonable consent of the official committee of unsecured creditors (the "UCC"), the appropriate amount of crediting of Monthly Advisory Fees paid for the period from and after July 1, 2013 based on the facts and circumstances extant at that point in time.

Centerview and the Company mutually agree that the following paragraph shall be added to section 1:

- (d) "FHA Sale Transaction" means any transaction or series of transactions involving a sale to a buyer or buyers of whole loans or receivables insured by the Federal Housing Administration ("FHA") as described in the Company's Motion to Approve Sale Procedures to sell Certain FHA Loans (Docket #2544), which may be executed as a whole or in parts. For the purposes of this definition, the term buyer shall exclude Ginnie Mae and its affiliates.

Centerview and the Company mutually agree that the following paragraph shall be added to section 3:

- (h) If at any time during the Fee Period, the Company consummates the FHA Sale Transaction, the Company will pay Centerview 1.0% of the aggregate sale price of the FHA Sale Transaction, which amount shall be due and paid upon closing. Centerview reserves the right to negotiate with the Company, subject to the reasonable consent of the UCC, additional fees for subsequent FHA Loan and other asset sales.

The Company and Centerview hereby agree that except as specifically set forth above, nothing contained in this Amendment shall affect any of the terms of the Engagement Letter, or any of the terms of the separate indemnification agreement, dated October 18, 2011 and referenced in paragraph 3(e) of the Engagement Letter (the "Indemnification Agreement"), as such terms were amended and supplemented pursuant to the Retention Order.


This Amendment may be executed in counterparts, each of which together shall be considered a single document. This Amendment shall be binding on Centerview and the Company and their respective successors and assigns. This Amendment is not intended to confer any rights upon any shareholder, creditor, owner or partner of the Company, or on any other person not a party hereto other than the indemnified persons referenced in the Indemnification Agreement referenced in paragraph 3(e) of the Engagement Letter. This

Amendment shall be governed by and construed in accordance with the laws of the State of New York.

Please confirm that the foregoing is in accordance with your understanding by signing and returning to us the enclosed duplicate of this Amendment, which shall thereupon constitute a binding agreement between the Company and Centerview.


Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Name: Marc Puntus
Title: Partner

ACCEPTED AND AGREED TO:

Residential Capital LLC

By: 
Name: Thomas Marano
Title: Chief Executive Officer

CENTERVIEW PARTNERS

October 18, 2011

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

This letter agreement (the "Agreement") confirms the understanding and agreement between Centerview Partners LLC (the "Advisor" or "Centerview") and Residential Capital, LLC and its controlled subsidiaries (collectively with any entity formed or used for the purposes set forth herein, the "Company").

Assignment Scope:

1. The Company hereby retains Advisor as its investment banker to provide the Company with general restructuring advice and to advise it in connection with any Restructuring, Sale Transaction and/or Financing (each as defined below) on the terms and conditions set forth herein. By signing this Agreement, we hereby accept our appointment as your investment banker under the terms hereof. The individuals listed on Exhibit A will constitute the core team (the "Core Team"), and we agree that the Core Team will, as appropriate, devote its full time and attention to this engagement.

As used in this Agreement:

- (a) "Restructuring" shall mean any restructuring, reorganization (whether or not pursuant to Chapter 11 of the United States Bankruptcy Code) and/or recapitalization transaction or series of related transactions in respect of all or a significant portion of the Company's outstanding indebtedness (including any debt to an affiliate, bank debt, bond debt, and other on and off balance sheet indebtedness), and which may also include trade claims, leases (both on and off balance sheet), litigation-related claims and obligations, unfunded pension and retiree medical liabilities, and other liabilities (collectively, the "Existing Obligations"), and that is achieved, without limitation, through (i) a solicitation of waivers and consents from the holders of Existing Obligations (collectively, the "Stakeholders"); (ii) rescheduling of the maturities of Existing Obligations; (iii) a change in interest rates; (iv) repurchase, settlement or forgiveness of Existing Obligations; (v) conversion of Existing Obligations into equity; (vi) an exchange offer involving the issuance of new securities in exchange for Existing

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Obligations; or (vii) the issuance of new securities, sale or disposition of assets, sale of debt or equity securities or other interests. Notwithstanding the foregoing, neither (1) settlements of the matters described on Exhibit C hereto nor (2) capital contributions by the member of the Company, affiliates of the member, or the U.S. government in the ordinary course of business, including for the purpose of satisfying the Company's financial covenants under its debt facilities or agreements with Fannie Mae or other government sponsored or owned entity, and which do not otherwise involve a Restructuring, Sale Transaction or Financing shall be deemed a Restructuring.

- (b) "Financing" means any transaction or series of transactions involving the public or private issuance, sale, or placement of equity, equity-linked, or debt securities, instruments, or obligations of the Company entailing debtor-in-possession financing or exit financing in connection with a case under the Bankruptcy Code. Notwithstanding the foregoing, capital contributions by the member of the Company, affiliates of the member, or the U.S. government shall not be deemed a Financing, except if the member of the Company or affiliates of the member provide debtor-in-possession financing.
- (c) "Sale Transaction" means any transaction or series of transactions, whether consummated before or after a filing pursuant to Chapter 11 of the United States Bankruptcy Code, and involving (i) an acquisition, merger, consolidation, or other business combination pursuant to which all or substantially all of the business or assets of the Company are, directly or indirectly, combined with another company; (ii) the acquisition, directly or indirectly, by a buyer or buyers (which term shall include a "group" of persons as defined in Section 13(d) of the Securities Exchange Act of 1934, as amended), of equity interests or options, or any combination thereof constituting a majority of the then outstanding stock of the Company or possessing a majority of the then outstanding voting power of the Company (except as may occur with current Stakeholders as a result of a Restructuring); (iii) any other purchase or acquisition, directly or indirectly, by a buyer or buyers of all or substantially all of the assets, securities or other interests of the Company or (iv) the formation of a joint venture or partnership with the Company or direct investment in the Company for the purpose of effecting a transfer of all or substantially all of the interests in the Company to a third party.

Description of Services:

2. Advisor agrees, in consideration of the compensation provided in Section 3 below, to perform such of the following investment banking services as the Company may reasonably request:

- (a) Reviewing and analyzing the Company's business, operations and financial projections;

- (b) Evaluating the Company's potential debt capacity in light of its projected cash flows;
- (c) Assisting in the determination of a capital structure for the Company;
- (d) Assisting in the determination of a range of values for the Company on a going concern basis;
- (e) Advising the Company on tactics and strategies for negotiating with the Stakeholders;
- (f) Rendering financial advice to the Company and participating in meetings or negotiations with the Stakeholders and/or rating agencies or other appropriate parties in connection with any Restructuring;
- (g) Advising the Company on the timing, nature, and terms of new securities, other consideration or other inducements to be offered pursuant to the Restructuring;
- (h) Advising and assisting the Company in evaluating potential Financing transactions by the Company, and, subject to our agreement to so act and the execution of appropriate agreements in the case of any public issuance of securities or other circumstances where additional agreements may be customary between the Company and Advisor or an entity described in Section 13 below that is acting as underwriter or placement agent therefor, contacting potential sources of capital as the Company may designate and assisting the Company in implementing such a Financing;
- (i) Assisting the Company in preparing documentation within our area of expertise that is required in connection with the Restructuring;
- (j) Assisting the Company in identifying and evaluating candidates for a potential Sale Transaction, advising the Company in connection with negotiations and aiding in the consummation of one or more Sale Transactions;
- (k) Attending meetings of the Company's Board of Directors and its committees with respect to matters on which we have been engaged to advise you;
- (l) Providing testimony, as necessary, with respect to matters on which we have been engaged to advise you in any proceeding before the Bankruptcy Court; and
- (m) Providing the Company with other financial restructuring advice as may be specifically agreed upon in writing by the Company and the Advisor.

Fees and Expense Reimbursement; Indemnification:

3. As consideration for the services to be provided, the Company shall pay Advisor the following fees:

- (a) A monthly financial advisory fee of \$300,000 (the "Monthly Advisory Fee"), the first payment of which shall be due and paid by the Company upon execution of this Agreement and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid in excess of \$1,800,000 shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable.
- (b) If at any time during the term of this engagement or within the nine full months following the termination of this engagement (including the term of this engagement, the "Fee Period"), (x) any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "Out-Of-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$15,000,000; provided, however, that if (x) any Restructuring or Sale Transaction is consummated in Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated in Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "In-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$12,500,000; provided, further, that if an agreement in principle or definitive agreement to effect a Sale Transaction is entered into prior to the six month anniversary of this Agreement and concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Sale Transaction is consummated (i) outside of Bankruptcy Court; and (ii) with the party disclosed separately to Centerview on the date hereof with whom the Company is currently engaged in pending negotiations (the "Disclosed Party"), Centerview shall be entitled to receive a transaction fee (a "Limited Transaction Fee") equal to \$7,500,000. Notwithstanding anything to the contrary in this subparagraph 3(b), in connection with any Restructuring or Sale Transaction that is intended to be effected, in

whole or in part, as a prepackaged, partial prepackaged or prearranged plan of reorganization anticipated to involve the solicitation of acceptances of such plan in compliance with the Bankruptcy Code, by or on behalf of the Company, from holders of any class of the Company's securities, indebtedness or obligations (a "Prepackaged Plan") the Transaction Fee shall be earned and payable (x) 50% upon the earlier of (i) execution of definitive agreements with respect to such plan and (ii) delivery of binding consents to such plan by a sufficient number of creditors and/or bondholders, as the case may be, to the plan and (y) 50% upon consummation of such Restructuring or Sale Transaction; provided, however, that if the Advisor is paid 50% of the Transaction fee in connection with a Prepackaged Plan and a plan of reorganization is not consummated, the Advisor will return such fee to the Company.

(c) If at any time during the Fee Period, the Company consummates any Financing, the Company will pay Advisor the following:

- i. 1.0% of the aggregate amount of any indebtedness issued that is secured by a first lien;
- ii. 3.0% of the aggregate amount of any indebtedness issued that (x) is secured by a second or junior lien, (y) is unsecured and/or (z) is subordinated;
- iii. 5.0% of the aggregate amount of any equity or equity-linked securities or obligations issued; and
- iv. 0.5% of the aggregate amount of any debtor-in-possession financing issued, plus 1.0% of the aggregate amount of any debtor-in-possession financing issued to new lenders, not to exceed \$5,000,000 in the aggregate (or, if such financing is provided by a member of the Company, affiliates of the member, the U.S. government or by the Disclosed Party, not to exceed \$500,000).

Any fee(s) paid under subparagraphs 3(c)(i), 3(c)(ii) and 3(c)(iii) shall be 50% credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee subsequently paid under subparagraph 3(b).

Any fee in excess of \$500,000, paid under subparagraph 3(c)(iv) shall be 50% credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee subsequently paid under subparagraph 3(b).

(d) In addition to any fees that may be payable to Advisor and, regardless of whether any transaction occurs, the Company shall promptly reimburse Advisor for all:

(A) reasonable documented production charges and out-of-pocket expenses (including travel and lodging, data processing and communications charges, courier services and other appropriate expenditures) and (B) other reasonably incurred fees and expenses, including reasonable expenses of counsel if engaged with the prior approval of the Company, which approval shall not be unreasonably withheld.

- (e) As part of the compensation payable to Advisor hereunder, the Company agrees to the indemnification, contribution and related provisions (the "Indemnification Provisions") attached to this Agreement as Exhibit B and incorporated herein in their entirety. Nothing contained in this Paragraph 3 shall be deemed to limit in any manner the Company's obligations under the Indemnification Provisions.
- (f) All amounts referenced hereunder reflect United States currency and shall be paid promptly in cash after such amounts accrue hereunder.

For the avoidance of doubt, if both a Restructuring and a Sale Transaction occur (in separate transactions or through a single transaction that meets both definitions) the Company will be obligated to pay the Advisor either an Out-of-Court Transaction Fee or an In-Court Transaction Fee but not both. One or more fees pursuant to subparagraph 3(c) may be payable in addition to an In-Court Transaction Fee (subject to the crediting set forth above).

Retention in Chapter 11 Proceedings:

4. In the event of the commencement of proceedings pursuant to Chapter 11 of the United States Bankruptcy Code during the term of this Agreement or during the period until nine months following any termination of this Agreement by the Company, the Company agrees that it will use commercially reasonable efforts to obtain prompt authorization from the Bankruptcy Court to retain Advisor on the terms and conditions set forth in this Agreement under the provisions of Section 328(a) of the Bankruptcy Code. Subject to being so retained, Advisor agrees that during the pendency of any such proceedings, it shall continue to perform its obligations under this Agreement and that it shall file interim and final applications for allowance of the fees and expenses payable to it under the terms of this Agreement pursuant to the applicable Federal Rules of Bankruptcy Procedure, and the local rules and order of the Bankruptcy Court. The Company shall supply Advisor with a draft of the application and proposed retention order authorizing Advisor's retention sufficiently in advance of the filing of such application and proposed order to enable Advisor and its counsel to review and comment thereon. Advisor shall be under no obligation to provide any services under this agreement in the event that the Company becomes a debtor under the Bankruptcy Code unless Advisor's retention under the terms of this Agreement is approved under section 328(a) of the Bankruptcy Code by final order of the Bankruptcy Court, which order is acceptable to Advisor. In so agreeing to seek Advisor's retention under Section 328(a) of the Bankruptcy Code, the Company acknowledges that it believes that Advisor's general restructuring experience and expertise, its knowledge of the capital markets and its merger and acquisition capabilities will inure to the

benefit of the Company in pursuing any Restructuring, Sale Transaction or Financing, that the value to the Company of Advisor's services hereunder derives in substantial part from that expertise and experience and that, accordingly, the structure and amount of the various contingent fees set forth herein are reasonable regardless of the number of hours to be expended by Advisor's professionals in the performance of the services to be provided hereunder.

Other:

5. No fee payable to any other person, by the Company or by any other party, shall reduce or otherwise affect any fee payable or expense reimbursement hereunder to the Advisor.

6. The Company will furnish or cause to be furnished to Advisor such current and historical financial information and other information regarding the business of the Company as Advisor may request in connection with this engagement. The Company will keep Advisor advised of all developments materially affecting the Company or its financial position. In performing its services pursuant to this Agreement, including in connection with any valuation of the Company, Advisor shall be entitled to rely upon information furnished to it by the Company or that is publicly available, may assume the accuracy and completeness of such information and shall not assume any responsibility for independent verification of any such information. Advisor will not, as part of its engagement, undertake any independent valuation or appraisal of any of the assets or liabilities of the Company or of any third party, or opine or give advice to the Board of Directors, the Company or management or shareholders with respect thereto. With respect to any forecasts or projections that may be furnished to Centerview by the Company Centerview will assume that they have been reasonably prepared on bases reflecting the best then currently available estimates and judgments of the management of the Company as to the matters covered thereby. In connection with the services described above, the Company authorizes us to transmit any memorandum prepared by the Company describing the Company and its assets, properties, or businesses in connection with a Sale Transaction or Financing to potential parties to a Sale Transaction or Financing. The Company will be solely responsible for the contents of any such memorandum.

7. In performing its services pursuant to this Agreement, Advisor is not assuming any responsibility for the decision of the Company or any other party to pursue (or not to pursue) any business strategy or to effect (or not to effect) any Restructuring, Sale Transaction, Financing, or other transaction. Advisor shall not have any obligation or responsibility to provide "crisis management" for or business consultant services to the Company, and shall have no responsibility for designing or implementing operating, organizational, administrative, cash management or liquidity improvements; nor shall Advisor be responsible for providing any tax, legal or other specialist advice.

8. It is understood and agreed that nothing contained in this Agreement shall constitute an express or implied commitment by Advisor or any of its affiliates to underwrite, place or purchase any securities in a financing or otherwise, which commitment shall only be set forth in a separate underwriting, placement agency or purchase agreement, as applicable, relating to the financing.

9. In order to coordinate our efforts on behalf of the Company during the period of our engagement hereunder, the Company will promptly inform Advisor of any discussions, negotiations, or inquiries regarding a potential Restructuring, Sale Transaction or Financing, including any such material discussions or inquiries that have occurred during the six-month period prior to the date of this Agreement to the extent relevant to this engagement. In the event that Advisor receives an inquiry concerning any transaction, we will promptly inform the Company of such inquiry.

10. The Company agrees that neither Centerview nor any of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (collectively, the "Centerview Persons" and each individually, a "Centerview Person") shall have any liability (whether direct or indirect, in contract, tort or otherwise) to the Company or any person asserting claims on behalf of or in right of the Company for or in connection with this engagement or any transactions or conduct in connection herewith, except to the extent that any losses, claims, damages or liabilities incurred by the Company are finally judicially determined to have resulted directly from the willful misconduct or gross negligence of such Centerview Person.

11. Advisor's engagement hereunder will automatically terminate upon termination of any Chapter 11 proceedings involving the Company and may be terminated by you or us at any time without liability or continuing obligation to you or us, except that following any such termination (a) Advisor shall remain entitled to any fees accrued pursuant to Section 3 but not yet paid prior to such termination, and to reimbursement of reasonable documented production charges and out-of-pocket expenses incurred prior to such termination as provided in subparagraph 3(d) hereof, (b) the Indemnification Provisions shall survive termination indefinitely and (c) in the case of automatic termination or termination by the Company, Advisor shall remain entitled to full payment of all fees contemplated by Section 3 hereof in respect to any Restructuring, any Sale Transaction and any Financing.

12. The Company recognizes that Advisor has been engaged only by the Company with duties solely to the Company, and that the Company's engagement of Advisor is not deemed to be on behalf of and is not intended to confer rights upon any member, shareholder, partner or other owner of the Company, any creditor, lender or any other person not a party hereto as against Advisor or any of its affiliates or any of their respective directors, officers, members, agents, employees or representatives. No one, other than senior management or the Board of Directors of the Company is authorized to rely upon the Company's engagement of Advisor or use or rely upon (in their capacities as such and not in any individual capacities) any statements, advice, opinions or conduct by Advisor. Without limiting the foregoing, any advice, written or oral, rendered to the Company's Board of Directors or management in the course of the Company's engagement of Advisor are solely for the purpose of assisting senior management or the Board of Directors of the Company, as the case may be, in evaluating any Restructuring, Sale Transaction or Financing, as the case may be, and does not constitute a recommendation to any stakeholder of the Company that such stakeholder might or should take in connection with the Restructuring, Sale Transaction or Financing. Any advice, written or oral, rendered by Advisor may not be reproduced, disseminated, disclosed publicly or made available to third

parties at any time, in any manner or for any purpose, without the prior written consent of Advisor. Notwithstanding the foregoing, nothing herein shall prohibit you from disclosing to any and all persons the tax treatment and tax structure of any transaction and the portions of any materials that relate to such tax treatment or tax structure. Advisor's role herein is that of an independent contractor; nothing herein is intended to create or shall be construed as creating a fiduciary or agency relationship between Advisor and the Company or its Board of Directors or any other party. Centerview is not assuming any duties or obligations other than those expressly set forth in this Agreement

13. In connection with the services to be provided hereunder, Advisor may employ the services of its affiliates and may share with any such entity any information concerning the Company, *provided* that Advisor and such entities shall hold any non- public information confidential in accordance with the Confidentiality Agreement, dated October 12, 2011 (the "Confidentiality Agreement") and their respective customary policies relating to nonpublic information. Any such entity so employed shall be entitled to all of the benefits afforded to Advisor hereunder, including the Indemnification Provisions and shall be entitled to be reimbursed for its costs and expenses on the same basis as Advisor.

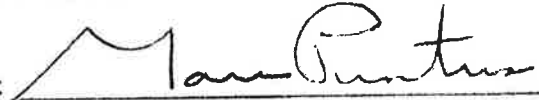
14. The provisions hereof and the Indemnification Provisions shall inure to the benefits of and be binding upon the successors and assigns of the Company, Advisor and any other person entitled to indemnity under the Indemnification Provisions. The Company's obligations pursuant to this Agreement are joint and several. This Agreement, including the Indemnification Provisions, and the Confidentiality Agreement embody the entire agreement and understanding among the parties hereto and supersedes any and all prior agreements, arrangements, and understandings, related to the matters provided for herein. No waiver, amendment or other modification of this Agreement, including the Indemnification Provisions, shall be effective unless in writing and signed by each party to be bound thereby.

15. This Agreement and any claim related directly or indirectly to this Agreement (including any claim concerning advice provided pursuant to this Agreement) and the Indemnification Provisions shall be governed by and construed in accordance with the laws of the State of New York without regard to the principle of conflicts of law. No such claim shall be commenced, prosecuted or continued in any forum other than the courts of the State of New York located in the City and County of New York or in the United States District Court for the Southern District of New York, and each of the parties hereby submits to the jurisdiction of such courts. The Company hereby waives on behalf of itself and its successors and assigns any and all right to argue that the choice of forum provision is or has become unreasonable in any legal proceeding. The Company waives all right to trial by jury in any action, proceeding or counterclaim (whether based upon contract, tort or otherwise) related to or arising out of the engagement of Advisor pursuant to, or the performance by Advisor of the services contemplated by, this Agreement.

If the foregoing Agreement is in accordance with your understanding of the terms of our engagement, please sign and return to us the enclosed duplicate hereof.

Very truly yours,


CENTERVIEW PARTNERS LLC

By: 

Marc Puntus
Partner

Accepted and Agreed to as of the date first written above.

RESIDENTIAL CAPITAL, LLC, on behalf of itself
and its controlled subsidiaries

By: 

Thomas Marano
Chief Executive Officer

Exhibit A
Core Team

Stephen Crawford – Partner
Samuel Greene - Partner
Marc Puntus – Partner
1 Managing Director
1-2 Principals
2 Associates
2-3 Analysts

Exhibit B
Indemnification Provisions

Attached Hereto

Exhibit C
Litigation and Claims

The settlement or compromise of any of the following matters will not be deemed to constitute a “Restructuring” for purposes of this Engagement:

1. Pending investigations, lawsuits or claims by any state attorney general, state banking department, US Department of Justice, US Department for Housing and Urban Development, or similar bodies or agencies relating to mortgage servicing and related issues
2. Pending lawsuits or claims by the Federal Housing Finance Authority in respect of mortgage loan repurchase or mortgage-backed securities claims

CENTERVIEW PARTNERS

Exhibit B

October 18, 2011

Centerview Partners LLC
31 West 52nd Street, 22nd Floor
New York, NY 10019

Gentlemen:

In connection with the engagement (the "Engagement") of Centerview Partners LLC ("Centerview") by the undersigned (the "Company") to render financial advisory services to the Company pursuant to a letter agreement dated the date hereof (the "Engagement Agreement"), the Company hereby agrees as follows:

1. Except as provided in paragraph 3. below, the Company agrees to indemnify and hold harmless Centerview and each of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (collectively, the "Indemnified Persons" and each individually, an "Indemnified Person") from and against any and all losses, claims, damages, demands and liabilities, joint or several, or actions or proceedings in respect thereof, brought by or against any person (collectively, "Losses"), which are related to or arise out of the Engagement or any matter or transaction contemplated thereby.
2. The Company agrees to reimburse each Indemnified Person promptly upon request for all costs and expenses (including fees, disbursements and other charges of legal counsel) as they are incurred in connection with investigating, preparing for, pursuing, defending against or providing evidence in, any pending or threatened action, claim, suit, investigation or other proceeding brought by or against any person in any jurisdiction related to or arising out of the Engagement or any matter or transaction contemplated thereby (whether or not Centerview or any other Indemnified Person is a named party or witness, and whether or not any liability to any person results therefrom), including in connection with enforcing the terms hereof.
3. Notwithstanding the foregoing, the Company shall have no obligation to indemnify and hold harmless any Indemnified Person under this letter agreement in respect of any Losses to the extent that such Losses are finally judicially determined to have resulted from the willful misconduct or gross negligence of such Indemnified Person.
4. The Company agrees that it will not, without Centerview's prior written consent (which consent shall not be unreasonably withheld or delayed), settle, compromise, consent to the entry of any judgment in or otherwise seek to terminate any pending or threatened action, claim, suit, investigation or proceeding in respect of which indemnification or contribution may be sought hereunder (whether or not Centerview or any other Indemnified Person is an actual or potential party thereto) unless such settlement, compromise, consent or termination includes an unconditional release of each Indemnified Person from all liability arising out of such action, claim, suit, investigation or proceeding and does not impose any monetary or financial obligation on any Indemnified Person or contain any admission of culpability or liability on the part of any Indemnified Person. No Indemnified Person seeking indemnification, reimbursement or contribution under this letter agreement will, without the Company's prior written consent (which consent shall not be unreasonably withheld or delayed), settle, compromise, consent to the entry of any judgment in or otherwise seek to terminate any action, claim, suit, investigation or proceeding referred to herein.

31 WEST 52ND STREET, 22ND FLOOR, NEW YORK, NY 10019


PHONE: (212) 380-2650 FAX: (212) 380-2651 WWW.CENTERVIEWPARTNERS.COM

NEW YORK * LONDON * SAN FRANCISCO * LOS ANGELES

5. If the foregoing indemnification provided for herein is determined to be unavailable to an Indemnified Person for any reason (other than as specified in paragraph 3. hereof) or is insufficient to hold it harmless in respect of any Losses referred to herein, then, in lieu of indemnifying such Indemnified Person hereunder, the Company shall contribute to the amount paid or payable by such Indemnified Person as a result of such Losses (and expenses related thereto) (i) in such proportion as is appropriate to reflect the relative benefits to the Company, on the one hand, and to Centerview, on the other hand, with respect to the Engagement or (ii) if the allocation provided by clause (i) of this paragraph is not available, in such proportion as is appropriate to reflect not only the relative benefits referred to in clause (i) but also the fault of the Company and Centerview and any other relevant and equitable considerations; provided, however, that in no event shall the aggregate contribution of the Indemnified Persons to the amounts so paid or payable exceed the aggregate amount of all fees actually received by Centerview from the Company in connection with the Engagement (excluding any amounts received by Centerview as reimbursement of expenses pursuant to the Engagement Agreement). For purposes of this letter agreement, the relative benefit to the Company and Centerview of the Engagement shall be deemed to be in the same proportion as (a) the total value paid or contemplated to be paid or received or contemplated to be received by the Company in the transaction or transactions that are the subject of the Engagement, whether or not such transaction is proposed or completed, bears to (b) the fees paid or to be paid to Centerview under the Engagement Agreement.
6. The Company agrees that neither Centerview nor any other Indemnified Person shall have any liability (whether direct or indirect, in contract, tort or otherwise) to the Company or any person asserting claims on behalf of or in right of the Company for or in connection with the Engagement or any transactions or conduct in connection therewith, except to the extent that any losses, claims, damages or liabilities incurred by the Company are finally judicially determined to have resulted from the willful misconduct or gross negligence of such Indemnified Person.
7. This letter agreement shall be governed by and construed in accordance with the laws of the State of New York, without regard to principles of conflicts of laws. Solely for purposes of enforcing this letter agreement, the Company hereby consents to personal jurisdiction of, service in and waives any objection to venue in any court in which any claim or proceeding which is subject to, or which may give rise to a claim for indemnification or contribution under, this letter agreement is brought against Centerview or any other Indemnified Person. ANY RIGHTS OF TRIAL BY JURY WITH RESPECT TO ANY CLAIM, COUNTERCLAIM OR ACTION ARISING OUT OF THIS LETTER AGREEMENT OR THE ENGAGEMENT IS HEREBY WAIVED.
8. The indemnity, contribution, reimbursement and other obligations of the Company hereunder shall be in addition to any liability that the Company may have, at common law or otherwise, and shall be binding on its successors and permitted assigns. The obligations of the Company hereunder cannot be assigned without the prior written consent of Centerview.
9. Prior to or at the time a public announcement is made concerning the Company entering into any agreement or arrangement with respect to, or effecting, any merger, statutory exchange or other business combination or proposed sale or exchange, dividend or other distribution or liquidation of all or a significant portion of its assets in one or a series of transactions or any significant recapitalization or reclassification of its outstanding securities that does not directly or indirectly provide for the assumption of the obligations of the Company set forth herein, the Company will notify Centerview in writing thereof and, if requested by Centerview, shall use commercially reasonable efforts to arrange in connection therewith alternative means of providing for the obligations of the Company set forth herein.
10. The terms of this letter agreement shall apply to all services provided by Centerview to the Company in connection with the matters contemplated by the Engagement, including those provided prior to the date of this letter agreement. The provisions of this letter agreement shall apply to any subsequent amendment to or modification of the Engagement Agreement, and shall survive the termination or completion of the Engagement.


Very truly yours

Residential Capital, LLC

By: 
Thomas Marano
Chief Executive Officer

Accepted:

CENTERVIEW PARTNERS LLC

By: 
Marc Puntus
Partner

March 13, 2012

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

Reference is made to that certain engagement letter dated October 18, 2011 (the "Engagement Letter"), between Centerview Partners LLC ("Centerview") and the Company (as such term is defined in the Engagement Letter). This agreement (the "Amendment") amends the Engagement Letter as follows:

Centerview and the Company mutually agree that Paragraph 3(a) and 3(b) of the Engagement Letter are hereby replaced with the following:

- (a) A monthly financial advisory fee (the "Monthly Advisory Fee") of \$300,000, the first payment of which shall be due and paid by the Company upon execution of the Engagement Letter and thereafter on each monthly anniversary thereof through January 1, 2012. Thereafter, a Monthly Advisory Fee of \$400,000, the first payment of which shall be due and paid by the Company on January 1, 2012 ("Revised Monthly Invoice Date") and thereafter on each monthly anniversary thereof through the earlier of the date the Company files chapter 11 (the "Petition Date") and the conclusion of this engagement. Subsequent to the Petition Date, a Monthly Advisory Fee of \$300,000, the first payment of which shall be due and paid by the Company on the first monthly anniversary of the Revised Monthly Invoice Date occurring after the Petition Date, and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid subsequent to the Petition Date shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable.
- (b) If at any time during the term of this engagement or within the nine full months following the termination of this engagement (including the term of this engagement, the "Fee Period"), (x) any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a

Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "Out-Of-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$15,000,000; provided, however, that if (x) any Restructuring or Sale Transaction is consummated in Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated in Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "In-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$12,500,000; provided, further, that if an agreement in principle or definitive agreement to effect a Sale Transaction is entered into prior to the six month anniversary of this Agreement and concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Sale Transaction is consummated (i) outside of Bankruptcy Court; and (ii) with the party disclosed separately to Centerview on the date hereof with whom the Company is currently engaged in pending negotiations (the "Disclosed Party"), Centerview shall be entitled to receive a transaction fee (a "Limited Transaction Fee") equal to \$7,500,000. Notwithstanding anything to the contrary in this subparagraph 3(b), in connection with any Restructuring or Sale Transaction that is intended to be effected, in whole or in part, as a §363 sale with a stalking horse bidder, or as a prepackaged, partial prepackaged or prearranged plan of reorganization, which plan may include a sale transaction (a "Prearranged Plan"), the Transaction Fee shall be earned and payable (x) 50% upon, in the case of a §363 sale, execution of a stalking horse asset purchase agreement, or, in the case of a Prearranged Plan, upon obtaining indications of support from certain of the Company's key creditors that in the good faith judgment of the Board of Directors of the Company are sufficient to justify filing such Prearranged Plan, and (y) 50% upon consummation of such Restructuring or Sale Transaction.

Centerview and the Company mutually agree that the following paragraph shall be added to section 3:

- (g) If at any time during the Fee Period the Company (x) receives a letter of intent to purchase all or substantially all of the Company's assets or (y) receives a debtor-in-possession financing proposal, in either case, satisfactory to the Company, Centerview shall be due and paid a transaction fee ("Interim Transaction Fee") equal to \$1,200,000.

The Company and Centerview hereby agree that except as specifically set forth above, nothing contained in this Amendment shall affect any of the terms of the Engagement Letter, or any of the terms of the separate indemnification agreement, dated October 18, 2011 and referenced in paragraph 3(e) of the Engagement Letter (the "Indemnification Agreement").

This Amendment may be executed in counterparts, each of which together shall be considered a single document. This Amendment shall be binding on Centerview and the Company and their respective successors and assigns. This Amendment is not intended to confer any rights upon any shareholder, creditor, owner or partner of the Company, or on any other person not a party hereto other than the indemnified persons referenced in the Indemnification Agreement referenced in paragraph 3(e) of the Engagement Letter. This Amendment shall be governed by and construed in accordance with the laws of the State of New York.

Please confirm that the foregoing is in accordance with your understanding by signing and returning to us the enclosed duplicate of this Amendment, which shall thereupon constitute a binding agreement between the Company and Centerview.

Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Name: Marc Puntus
Title: Partner

ACCEPTED AND AGREED TO:

Residential Capital LLC


By: 
Name: Thomas Marazo
Title: CEO

EXHIBIT 3

(Puntus Declaration)

MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
Gary S. Lee
Todd M. Goren
Naomi Moss

*Counsel for the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
-----)	

**DECLARATION OF MARC D. PUNTUS IN SUPPORT OF
DEBTORS' MOTION FOR ORDER UNDER BANKRUPTCY CODE SECTIONS
327(a) AND 328(a) APPROVING AMENDMENT TO ENGAGEMENT LETTER
WITH CENTERVIEW PARTNERS LLC**

I, Marc D. Puntus, hereby declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. I am a Partner and co-head of the Restructuring Group at Centerview Partners LLC ("Centerview"), financial advisor to Residential Capital LLC ("ResCap") and the other above-captioned debtors and debtors in possession (collectively the "Debtors").¹ I submit this declaration in support of the *Debtors' Motion For Order*

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the Whitlinger Affidavit filed on the first day of these Chapter 11 cases.

*Under Bankruptcy Code Sections 327(a) and 328 (a) Approving Amendment to
Engagement Letter with Centerview Partners LLC (the “Motion”).²*

QUALIFICATIONS

2. I previously have conveyed to the Court my qualifications and Centerview’s qualifications in my Declarations in support of the application for Centerview’s retention (the “Retention Declarations”), my Declaration in support of the motion for approval of the Debtors’ debtor in possession financing facilities and my Declaration in support of the motion for approval of certain amendments to the Barclays debtor in possession financing facility, as well as my Declaration in support of the Debtors’ motion for approval of the Asset Sales [Docket Nos. 20, 1784, and 2137 respectively].

3. Rather than repeat the information contained in the Retention Declarations here, they are incorporated by reference.

BASIS FOR APPROVAL OF THE AMENDMENT

4. The Debtors have requested that Centerview perform additional services in these Chapter 11 cases, including the marketing and selling of loans insured by the FHA, which were not contemplated under Centerview’s initial retention application.

5. Centerview has worked closely with the Debtors in the development and management of the sale procedures in connection with the FHA Sale Motion in an effort to maximize value for the Debtors’ estates and stakeholders. Additionally Centerview has assisted the Debtors in preparing the list of potential purchasers for the FHA Loans, drawing on Centerview’s experience in the sale of the Debtors’ whole loan portfolio. Centerview will assist the Debtors and their other advisors through the sale process

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

through a broad range of activities, including: (i) developing a list of potential buyers and contacting such buyers, (ii) assisting the Debtors with the dual-stage due diligence process, (iii) evaluation of bids, (iv) discussions with creditors, and (v) facilitate the negotiation of any sale related documents.

6. The complexity of the issues pervading these cases has slowed the pace and prolonged the conclusion of these Chapter 11 cases. While the expected timeline of these cases has changed, Centerview has nonetheless continued to provide the Debtors with invaluable restructuring-related services. Centerview continues spending considerable time with stakeholders analyzing and discussing the terms and working towards a confirmation of a Chapter 11 plan, as well as but not limited to providing a critical sounding board to the Debtors' management and Board of Directors on a day-to-day issues. Centerview has and will continue to play an integral role in helping the Debtors prosecute and negotiate a Chapter 11 plan and assisting the Debtors with a myriad of restructuring-related matters and analyses.

COMPENSATION

7. Pursuant to the Amendment, the Debtors propose to pay Centerview a fee equal to 1% of the aggregate sale price if the Debtors consummate any transactions for the sale of the FHA Loans to buyers other than Ginnie Mae or its affiliates upon the closing of the applicable loan sale or sales. In addition to the sale of the FHA Loans, Centerview will also assist with the continued monetization of other remaining estate assets. The Amendment reserves Centerview's right to seek additional fees for subsequent sales of loans and other assets, including loans insured and/or guaranteed by the government, subject to the reasonable consent of the Creditors' Committee.

8. The Debtors and Centerview have agreed upon the FHA Sale Motion Compensation in anticipation that a substantial commitment of professional time and effort will be required of Centerview and its professionals in connection with the sale of the FHA Loans.

9. The FHA Sale Motion Compensation is consistent with, and typical of, compensation arrangements entered into by Centerview and other comparable firms in connection with the rendering of similar services under similar circumstances. The FHA Sale Motion Compensation is reasonable and market-based and consistent with Centerview's normal and customary billing practices for comparably sized transactions.

10. The Amendment also clarifies the Crediting Provision contained in the Engagement Letter. Pursuant to the Engagement Letter, the Transaction Fee was to be earned and paid at the closing of the Asset Sales. During negotiations with the Creditors' Committee concerning Centerview's retention in these cases, the parties agreed that the Transaction Fee would continue to be earned upon the closing of the Asset Sales, but payment of would be deferred until the effective date of a confirmed Chapter 11 plan. At that time, the Debtors, the Creditors' Committee and Centerview did not address how crediting would be structured post-closing of the Asset Sales. As such, the parties chose to clarify the Crediting Provision in the Amendment.

11. Following extensive arm's-length negotiations between the Debtors, Centerview and the Creditors' Committee, regarding the scope and duration of the Crediting Provision, the parties agreed that Centerview will continue crediting through the Platform Closing Date. Centerview will not be required to credit the Monthly Advisory Fees following the Platform Closing Date through June 30, 2013. From and

after July 1, 2013, Centerview will credit 50% of Monthly Advisory Fees. Centerview reserves the right to seek to renegotiate the appropriate amount of crediting with the Debtors based on the facts and circumstances extant at that point in time, subject to the reasonable consent of the Creditors' Committee.

12. For the reasons set forth herein, I believe that the Amendment should be approved in all respects.

I declare, under penalty of perjury, that the foregoing is true and correct, to the best of my knowledge.

Dated: January 24, 2013
New York, New York

/s/ Marc D. Puntus
Marc D. Puntus

EXHIBIT D

**THIRD AMENDMENT TO THE ENGAGEMENT LETTER BETWEEN CENTERVIEW
PARTNERS LLC AND THE DEBTORS DATED OCTOBER 10, 2013; FILED
OCTOBER 15, 2013**

Presentment Date and Time: October 29, 2013, 2013 at 12:00 p.m. (ET)
Objection Deadline: October 22, 2013 at 4:00 p.m. (ET)

MORRISON & FOERSTER LLP
 1290 Avenue of the Americas
 New York, New York 10104
 Telephone: (212) 468-8000
 Facsimile: (212) 468-7900
 Gary S. Lee
 Todd M. Goren
 Naomi Moss

*Counsel for the Debtors and
 Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
_____)	

**NOTICE OF PRESENTMENT OF DEBTORS' MOTION FOR ORDER UNDER
 BANKRUPTCY CODE SECTIONS 327(a) AND 328(a) APPROVING AMENDMENT
 TO ENGAGEMENT LETTER WITH CENTERVIEW PARTNERS LLC**

PLEASE TAKE NOTICE that the undersigned will present the attached *Motion for Order Under Bankruptcy Code Sections 327(a) and 328(a) Approving Amendment to Engagement Letter with Centerview Partners LLC* (the "Motion"), to the Honorable Martin Glenn, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004, Room 501, for signature on **October 29, 2013 at 12:00 p.m. (Prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Motion must be made in writing, conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy



Rules for the Southern District of New York, and the Notice, Case Management, and Administrative Procedures approved by the Bankruptcy Court [Docket No. 141], be filed electronically by registered users of the Bankruptcy Court's electronic case filing system, and be served, so as to be received no later than **October 22, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, upon (a) counsel for the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attention: Gary S. Lee, Todd M. Goren and Naomi Moss); (b) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014 (Attention: Tracy Hope Davis, Linda A. Riffkin, and Brian S. Masumoto); (c) the Office of the United States Attorney General, U.S. Department of Justice, 950 Pennsylvania Avenue NW, Washington, DC 20530-0001 (Attention: US Attorney General, Eric H. Holder, Jr.); (d) Office of the New York State Attorney General, The Capitol, Albany, NY 12224-0341 (Attention: Nancy Lord, Esq. and Enid N. Stuart, Esq.); (e) Office of the U.S. Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attention: Joseph N. Cordaro, Esq.); (f) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attention: Richard M. Cieri and Ray Schrock); (g) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036 (Attention: Kenneth Eckstein and Douglas Mannal); (h) counsel for Ocwen Loan Servicing, LLC, Clifford Chance US LLP, 31 West 52nd Street, New York, NY 10019 (Attention: Jennifer C. DeMarco and Adam Lesman); (i) counsel for Berkshire Hathaway Inc., Munger, Tolles & Olson LLP, 355 South Grand Avenue, Los Angeles, CA 90071 (Attention: Thomas Walper and Seth Goldman); (j) Internal Revenue Service, P.O. Box 7346, Philadelphia, PA 19101-7346 (if by overnight mail, to 2970 Market Street, Mail Stop 5-Q30.133, Philadelphia, PA 19104-5016); and (k) Securities and Exchange Commission, New York Regional Office, 3 World Financial Center, Suite 400, New York, NY 10281-1022 (Attention: George S. Canellos, Regional Director).

PLEASE TAKE FURTHER NOTICE that, if no objections to the Motion are timely filed, served and received in accordance with this Notice, the Court may enter the Order without further notice or hearing.

Dated: October 15, 2013
New York, New York

Respectfully submitted,

/s/ Gary S. Lee
Gary S. Lee
Todd M. Goren
Naomi Moss
MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900

*Counsel for the Debtors and
Debtors in Possession*

Presentment Date: October 29, 2013 at 12:00 p.m. (ET)
Objection Deadline: October 22, 2013 at 4:00 p.m. (ET)

MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
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Gary S. Lee
Todd M. Goren
Naomi Moss

*Counsel for the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	
	)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	
	)	Chapter 11
Debtors.)	
	)	Jointly Administered
_____)	

**DEBTORS' MOTION FOR ORDER UNDER
BANKRUPTCY CODE SECTIONS 327(a) AND 328(a) APPROVING AMENDMENT
TO ENGAGEMENT LETTER WITH CENTERVIEW PARTNERS LLC**

TO THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE:

The debtors and debtors in possession in the above-captioned cases
(collectively, the "Debtors")¹ hereby move (the "Motion") for entry of an order, the proposed
form of which is attached as Exhibit 1, under sections 327(a) and 328(a) of title 11 of the
United States Code (the "Bankruptcy Code"), Rules 2014 and 2016 of the Federal Rules of
Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 2014-1 and 2016-1 of the Local

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on
Exhibit 1 to the Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in
Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 6] (the "Whitlinger Affidavit").

Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), approving an amendment (the “Amendment”), attached hereto as Exhibit 2, to the Engagement Letter (as defined below) with Centerview Partners LLC (“Centerview”), investment banker for the Debtors. In support of this Motion, the Debtors rely on the Declaration of Marc D. Puntus (the “Puntus Decl.”), a partner of Centerview and the co-head of its Restructuring Group, attached hereto as Exhibit 4. In further support of this Motion, the Debtors respectfully state as follows:

INTRODUCTION

1. Following the sales of the Debtors’ loan platform and legacy loan portfolio, which closed in February 2013 (the “Asset Sales”), the Debtors began to market and sell certain of their remaining assets. Because Centerview played an integral role in advising the Debtors in connection with the Asset Sales, the Debtors asked Centerview to assist them with the sales of certain loans or receivables in the Debtors’ portfolio that are insured by the Federal Housing Administration (the “FHA”) with an unpaid principal balance of \$127 million (the “FHA Loans”).²

2. Because the separate sale of loans was not addressed in the Engagement Letter,³ the Debtors decided to amend the Engagement Letter (the “First Centerview Amendment”). The First Centerview Amendment provided for compensation to Centerview for the sale of FHA Loans made pursuant to the FHA Sale Motion. Because no acceptable bid for the FHA Loans was submitted, the Debtors elected to terminate the FHA Loan Sale.

² On January 2, 2013, the Debtors filed the FHA Sale Motion (defined below). The hearing on sale of the FHA Loans (the “FHA Loan Sale”) under the FHA Sale Motion was scheduled for April 11, 2013. On February 21, 2013, the Debtors terminated the FHA Loan Sale [Docket No. 3003].

³ Capitalized terms otherwise not defined in the introduction shall have the meanings ascribed to them later on in the Motion.

The Debtors, however, through the services of Centerview have continued to engage in discussions with potential purchasers of FHA Loans. Although it was expected that Centerview would assist the Debtors to monetize and sell the FHA Loans through any process, the First Centerview Amendment only referenced sales made pursuant to the FHA Sale Motion. Therefore, because the FHA Loan Sale was terminated, the Debtors and Centerview, in consultation with the Creditors' Committee, determined to enter into the Amendment. The Amendment seeks to clarify Centerview's retention to include sales of the FHA Loans as described in the Amendment and to compensate Centerview accordingly.

3. Additionally, pursuant to the Engagement Letter, Centerview is required to credit 50% of certain Monthly Advisory Fees against the Transaction Fee⁴ earned upon the closing of the Asset Sales. Originally, the Transaction Fee was to be earned and paid at the closing of the Asset Sales. See Puntus Decl. ¶ 12. During negotiations with the Creditors' Committee concerning Centerview's retention, Centerview agreed that the Transaction Fee would continue to be earned upon closing of the Asset Sales but payment would be deferred until the effective date of a confirmed plan. See Puntus Decl. ¶ 12. The Debtors, the Creditors' Committee and Centerview did not address how crediting would be structured post-closing of the Asset Sales as part of those discussions. See Puntus Decl. ¶ 12. As such, the parties chose to clarify this provision in the First Centerview Amendment (the "Crediting Provision"). See Puntus Decl. ¶ 13. As described in the Supplemental Retention Motion, the Debtors, the Creditors' Committee and Centerview engaged in extensive negotiations regarding the Crediting Provision. As a result of those discussions, the First Centerview Amendment amended the Engagement Letter to provide that Centerview is not required to

⁴ As defined in the Engagement Letter.

credit Monthly Advisory Fees from the closing of the Debtors' servicing and origination platform (the "Platform Closing Date") through June 30, 2013. Pursuant to the First Centerview Amendment, from and after July 1, 2013, Centerview was to credit 50% of Monthly Advisory Fees, subject to the rights of Centerview to renegotiate the appropriate amount of crediting. In negotiating the First Centerview Amendment, the parties expressly contemplated that the issue of the Crediting Provision would be revisited as the case progressed.

4. Following recent extensive negotiations between the Debtors, the Creditors' Committee and Centerview regarding the Crediting Provision and in light of substantial additional services, including but not limited to services related to confirmation of the Plan and the litigation with the Junior Secured Noteholders, required of Centerview, the parties renegotiated the Crediting Provision through the Amendment. Pursuant to the Amendment, Centerview will credit Monthly Advisory Fees from the Petition Date through the Platform Closing Date and after October 31, 2013. The Amendment further provides that Centerview is not required to credit seven additional Monthly Advisory Fees, as set forth below, which results in the elimination of an additional \$1,050,000 in crediting.

JURISDICTION AND VENUE

5. This Court has jurisdiction to consider the Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are Bankruptcy Code sections 327(a) and 328 as supplemented by Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1.

BACKGROUND

6. On May 14, 2012 (the “Petition Date”), each of the Debtors filed a voluntary petition in this Court for relief under Chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. These cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). No trustee has been appointed in these Chapter 11 cases.

7. On the Petition Date, the Debtors filed the Sale Motion⁵, and on June 28, 2012, the Court entered an order approving the sale and bid procedures for the sale of the Debtors’ assets [Docket No. 62].

8. On May 16, 2012, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed a nine member official committee of unsecured creditors (the “Creditors’ Committee”).

9. On June 20, 2012, the Court directed that an examiner be appointed [Docket No. 454], and on July 3, 2012, the Court approved Arthur J. Gonzalez as the examiner [Docket No. 674] (the “Examiner”).

10. On June 26, 2012, the Debtors filed the *Debtors’ Application for Order Under Bankruptcy Code Sections 327(a) and 328(a) Authorizing Employment and Retention of Centerview Partners LLC as Investment Banker* [Docket No. 507] (the “Retention

⁵ *Debtors’ Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f) and (m), 365 and 1123 and Fed R. Bank. P. 2002, 6004, 6006 and 9014 for Order: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Hearing and Sale Deadline; (III) Approving Form and Manner of Notice Thereof and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief* (the “Sale Motion”) [Docket No. 61].

Application”). On July 26, 2012, the Court approved the retention of Centerview as investment banker to the Debtors [Docket No. 920] (the “Retention Order”).

11. On October 23, 2012 and October 24, 2012, the Debtors successfully conducted an auction for the sale of the Debtors’ mortgage loan origination and servicing businesses to Ocwen Loan Servicing, LLC (“Ocwen”) for \$3 billion.

12. On October 25, 2012, the Debtors successfully conducted an auction for the sale of the Debtors’ “legacy” portfolio consisting mainly of mortgage loans and other residual financial assets to Berkshire Hathaway Inc. (“Berkshire”) for \$1.5 billion.

13. At a hearing held on November 19, 2012, the Court approved the Sale Motion on the record. On November 21, 2012, the Court entered orders approving the sales to Ocwen and Berkshire [Docket Nos. 2246 and 2247].

14. On January 2, 2013, the Debtors filed the *Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f) and (m) and Fed. R. Bankr. P. 2002, 6004 and 9007 for Orders: (A)(I) Authorizing and Approving Sale Procedures; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain FHA Loans Free and Clear of Liens, Claims, Encumbrances and Other Interests; (II) Authorizing and Approving Mortgage Loan Purchase and Interim Servicing Agreement; and (III) Granting Related Relief* [Docket No. 2544] (the “FHA Sale Motion”).

15. On January 16, 2013, the Court approved the FHA Sale Motion on the record. On January 17, 2013, the Court entered an order approving the FHA Sale Motion [Docket No. 2649].

16. On January 24, 2013, the Debtors filed the *Debtors' Motion for Order Under Bankruptcy Code Sections 327(a) and 328(a) Approving Amendment to Engagement Letter with Centerview Partners LLC* [Docket No. 2700] (the “Supplemental Retention Motion”).

17. On January 31, 2013, the Court entered the *Order Under Bankruptcy Code Sections 327(a) and 328(a) Approving Amendment to Engagement Letter with Centerview Partners LLC* [Docket No. 2778] (the “Supplemental Retention Order”).

18. On February 21, 2013, the Debtors terminated the FHA Loan Sale [Docket No. 3003].

RELIEF REQUESTED

19. By this Motion, the Debtors seek entry of an order approving the Amendment, which seeks to (i) clarify the compensation earned by Centerview for services related to the sale of the FHA Loans, and (ii) clarify the Crediting Provision contained in the Engagement Letter, and as amended by the First Centerview Amendment.

BASIS FOR RELIEF

20. Centerview’s services, as investment banker to the Debtors, have been rendered upon the terms and conditions of an engagement letter dated October 18, 2011, by and between Centerview and the Debtors, as amended on March 13, 2012 and on January 17, 2013 (the “Engagement Letter”), a copy of which is attached hereto as Exhibit 3 and incorporated by reference herein.

A. The FHA Loan Fees

21. The Engagement Letter provides for the retention of Centerview as investment banker to assist the Debtors on a variety of matters, including sale and restructuring related services. See Retention Application ¶ 13. Although the Engagement Letter specifically

contemplates the sale of substantially all of the Debtors' assets (i.e. the Assets Sales), it does not address the separate sale of discrete assets, such as the FHA Loans remaining in the Debtors' estates.

22. Pursuant to the Retention Order, modifications and amendments to the Engagement Letter must be approved by the Court. Retention Order ¶ 3. Because the Debtors believe that it is in their best interests to have Centerview provide assistance with the sale of the FHA Loans they have clarified the terms of the Engagement Letter, as amended by the First Centerview Amendment, and as described in the Amendment.

23. Pursuant to the Amendment, the Debtors propose to pay Centerview a fee equal to .65% of the purchase price of the unpaid principal balance of FHA Loans (the "FHA Fees") if the Debtors consummate any transactions for the sale of the FHA Loans to buyers other than Ginnie Mae or its affiliates upon the closing of the applicable loan sale or sales. The Amendment provides that Centerview shall earn the FHA Fees if the Debtors (i) consummate an FHA Loan Transaction prior to the effective date of a plan (the "Effective Date"), or (ii) execute a purchase agreement to consummate an FHA Loan Transaction prior to the Effective Date and the sale is consummated subsequent to the Effective Date, or (iii) has reached an agreement in principle to effectuate or consummate an FHA Loan Transaction prior to the Effective Date, and a definitive agreement with respect to such transaction is not executed prior to the Effective Date because the Creditors' Committee has not consented to such transaction, and thereafter, prior to the date that is three months from and after the Effective Date, the Liquidating Trust consummates a substantially similar FHA Loan Transaction.

24. Centerview will also assist with the continued monetization of other remaining estate assets and reserves the right to seek additional fees for subsequent sales of loans and other assets, subject to the reasonable consent of the Creditors' Committee.

25. The FHA Loan Fees are consistent with and typical of compensation arrangements entered into by Centerview and its restructuring professionals and other comparable firms in connection with the rendering of similar services under similar circumstances. See Puntus Decl. ¶ 11. Centerview believes that the foregoing compensation arrangements are both reasonable and market-based and consistent with Centerview's normal and customary billing practices for comparably sized transactions. See Puntus Decl. ¶ 11.

B. Clarification of the Crediting Provision

26. In addition to providing for the FHA Loan Fees, the Amendment clarifies the Crediting Provision contained in the Engagement Letter, and as amended by the First Centerview Amendment. Pursuant to the Engagement Letter, Centerview is required to credit 50 % of certain Monthly Advisory Fees against the Transaction Fee. The Engagement Letter does not specify whether Centerview is required to continue crediting upon the closing of the Asset Sales, at which time the Transaction Fee will have been fully earned. See Retention Order ¶ 9.

27. The Debtors, the Creditors' Committee and Centerview did not address how crediting would be structured post-closing of the Asset Sales. As such, the parties chose to clarify the Crediting Provision in the First Centerview Amendment. Following those negotiations, the parties agreed that Centerview will not be required to credit the Monthly Advisory Fees from the Platform Closing Date through June 30, 2013. From and after July 1, 2013, Centerview would be required to credit 50% of Monthly Advisory Fees. The First

Centerview Amendment expressly contemplated that the issue of the Crediting Provision would be revisited as the case progressed further.

28. Because the complexity of the issues pervading these cases has slowed the pace and prolonged the conclusion of the cases, and in light of the additional services provided by Centerview in connection with confirmation of the Plan⁶ and the ongoing litigation with the Junior Secured Noteholders,⁷ the Debtors, Centerview and the Creditors' Committee engaged in arm's-length negotiations and renegotiated the duration and scope of the Crediting Provision.

29. The Amendment states that from the Petition Date through the Platform Closing Date and after October 31, 2013, Centerview will credit 50% of Monthly Advisory Fees. The Amendment further provides that Centerview is not required to credit seven additional Monthly Advisory Fees, which elimination of crediting shall be applied first to Monthly Advisory Fees for the period of November 1, 2013 through the Effective Date and second, to the extent necessary, to Monthly Advisory Fees for the period from the Petition Date through the Platform Closing Date, such that \$1,050,000 of crediting is eliminated.

30. The experienced professionals at an investment bank such as Centerview fulfill a critical need that complements the services offered by the Debtors' other restructuring professionals. The Debtors believe they continue to require the services of a capable and

⁶ On July 3, 2013, the Debtors and the Creditors' Committee filed the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors [Docket No. 4153] (the "Plan") and the Disclosure Statement for the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors [Docket No. 4157] (the "Disclosure Statement"). The Court approved the Disclosure Statement on August 23, 2013 [Docket No. 4809]. The hearing on confirmation of the Plan is scheduled to commence on November 19, 2013.

⁷ Two actions were commenced against the Junior Secured Noteholders, which have been consolidated by the Court. On February 28, 2013, the Creditors' Committee commenced an adversary proceeding against UMB Bank, N.A. and Wells Fargo, N.A. (Bankr. S.D.N.Y. Adv. Pro. 13-01277 [Docket No. 1]). On May 3, 2013, the Debtors commenced an adversary proceeding against UMB Bank, N.A., Wells Fargo Bank, N.A. and the Ad Hoc Group of Junior Secured Noteholders (Bankr. S.D.N.Y. Adv. Pro. No. 13-01343 [Docket No. 1]).

experienced investment banking firm such as Centerview in connection with the monetization of their remaining assets and the prosecution of the Plan through confirmation and that Centerview is crucial to the Debtors' continued success in these Chapter 11 cases. The Creditors' Committee played an active role in the negotiations regarding the Amendment recognizing the value that Centerview's services add to these cases.

31. Centerview has and will continue to apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these Chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 797] and consistent with the proposed terms of compensation set forth in the Engagement Letter. Further, because the Debtors retained Centerview under Bankruptcy Code section 328(a), the Debtors believe that Centerview's compensation should not be subject to any additional standard of review under Bankruptcy Code section 330 and should not constitute a "bonus" under applicable law. Notwithstanding anything herein to the contrary, the United States Trustee for the Southern District of New York shall retain all rights to respond or object to Centerview's interim and final applications for compensation and reimbursement of expenses on all grounds including, but not limited to, reasonableness, pursuant to section 330 of the Bankruptcy Code, and in the event the U.S. Trustee objects, the Court retains the right to review such interim and final applications pursuant to section 330 of the Bankruptcy Code.

32. In the light of the foregoing, and given the matters that Centerview may be required to address in the performance of its services hereunder, Centerview's commitment to the variable level of time and effort necessary to address all such issues as they arise and the

market rate charged for comparable services both in and out of Chapter 11, the Debtors believe that the terms and conditions of the Amendment are fair and reasonable under the standards set forth in Bankruptcy Code section 328(a). Centerview's substantial experience with respect to sale and restructuring-related investment banking services, coupled with the nature and scope of work already performed by Centerview during the course of these cases, further support approval of the Amendment.

NOTICE

33. The Debtors have provided notice of this Motion in accordance with the Case Management Procedures Order, approved by this Court on May 23, 2012 [Docket No. 141].

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an order (i) substantially in the form attached hereto as Exhibit 1, granting the relief requested in the Motion, (ii) approving the Amendment and (iii) granting such other and further relief to the Debtors as the Court may deem just and proper.

New York, New York
Dated: October 15, 2013

/s/ Gary S. Lee
Gary S. Lee
Todd M. Goren
Naomi Moss
MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900

*Counsel to the Debtors
and Debtors in Possession*

EXHIBIT 1

(Proposed Order)

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
-----)	

**ORDER UNDER BANKRUPTCY CODE SECTIONS 327(a) AND 328(a)
 APPROVING AMENDMENT TO ENGAGEMENT LETTER WITH
CENTERVIEW PARTNERS LLC**

Upon the motion, (the “Motion”),¹ of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (the “Order”), pursuant to sections 327(a) and 328(a) of title 11 of the United States Code (the “Bankruptcy Code”), and Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rules 2014-1 and 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), approving the Amendment to the Engagement Letter with Centerview Partners LLC, investment banker to the Debtors; as more fully set forth in the Motion; and upon consideration of the declaration of Marc Puntus in support of the Motion (the “Puntus Declaration”); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431 dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested herein is in the best interests of the Debtors' estates, their creditors and other parties in interest; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and any objections to the Motion having been withdrawn, resolved or overruled; and the Court having found and determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is granted as set forth herein.
2. In accordance with Bankruptcy Code sections 327(a) and 328(a) and Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1, the Amendment is approved.
3. The Debtors' employment and retention of Centerview pursuant to the Retention Order and the Supplemental Retention Order is hereby amended in accordance with the Amendment.
4. In all other respects, the provisions of the Retention Order and the Supplemental Retention Order remain unchanged and in full force and effect.
5. To the extent that there may be any inconsistency between the terms of this Order and the Retention Order or the Supplemental Retention Order, the terms of this Order shall govern,
6. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

7. Notwithstanding anything herein to the contrary, this Order shall not modify or affect the terms and provisions of, nor the rights and obligations under, (a) the Board of Governors of the Federal Reserve System Consent Order, dated April 13, 2011, by and among Ally Financial Inc., Ally Bank, ResCap, GMAC Mortgage, LLC, the Board of Governors of the Federal Reserve System, and the Federal Deposit Insurance Corporation as amended by that certain amendment dated July 26, 2013, (b) the consent judgment entered April 5, 2012 by the United States District Court for the District of Columbia, dated February 9, 2012, and (c) the Order of Assessment of a Civil Money Penalty Issued Upon Consent Pursuant to the Federal Deposit Insurance Act, as amended, dated February 10, 2012.

8. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: New York, New York
, 2013

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE

Exhibit 2

(Amendment)

October 10, 2013

Residential Capital, LLC
8400 Normandale Lake Blvd
Suite 175
Minneapolis, MN 55437

Attention: Tammy Hamzehpour
Chief Business Officer

Ladies and Gentlemen:

Reference is made to that certain engagement letter dated October 18, 2011 as amended on March 14, 2012 and January 17, 2013 (the "Engagement Letter"), between Centerview Partners LLC ("Centerview") and the Company (as such term is defined in the Engagement Letter), and that certain order of the Bankruptcy Court dated July 26, 2012 (the "Retention Order"), authorizing and approving Centerview's retention on the terms set forth in the Engagement Letter, as amended and supplemented by the Retention Order. This agreement (the "Amendment") (i) supersedes any prior agreements or engagement letter provisions relating to the sale of whole loans or receivables insured by the Federal Housing Administration ("FHA"), and (ii) amends the Engagement Letter as follows:

Centerview and the Company mutually agree that Paragraph 3(a) of the Engagement Letter is hereby replaced with the following:

- (a) A monthly financial advisory fee (the "Monthly Advisory Fee") of \$300,000, the first payment of which shall be due and paid by the Company upon execution of the Engagement Letter and thereafter on each monthly anniversary thereof through January 1, 2012. Thereafter, a Monthly Advisory Fee of \$400,000, the first payment of which shall be due and paid by the Company on January 1, 2012 ("Revised Monthly Invoice Date") and thereafter on each monthly anniversary thereof through the earlier of the date the Company files chapter 11 (the "Petition Date") and the conclusion of this engagement. Subsequent to the Petition Date, a Monthly Advisory Fee of \$300,000, the first payment of which shall be due and paid by the Company on the first monthly anniversary of the Revised Monthly Invoice Date occurring after the Petition Date, and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid for the periods subsequent to the Petition Date through the date on which the sale of ResCap's servicing and origination platform closes (the "Platform Sale Closing Date") and after October 31, 2013 shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable. In addition, 50% of an additional seven Monthly Advisory Fees shall not be credited, which

elimination of crediting shall be applied first to Monthly Advisory Fees for the period of November 1, 2013 through the effective date of a plan (the "Effective Date") and second to Monthly Advisory Fees for the period of the Petition Date through the Platform Sale Closing Date, such that \$1,050,000 of total crediting is eliminated.

Centerview and the Company mutually agree that the definition of FHA Sale Transaction in the Engagement Letter is hereby replaced with the following:

- (d) "FHA Sale Transaction" means any transaction or series of transactions involving a sale to a buyer or buyers of whole loans or receivables insured by the Federal Housing Administration ("FHA"), which may be executed as a whole or in parts. For the purposes of this definition, the term buyer shall exclude Ginnie Mae and its affiliates.

Centerview and the Company mutually agree that Paragraph 3(h) of the Engagement Letter is hereby replaced with the following:

- (h) If the Company (i) consummates the FHA Sale Transaction prior to the Effective Date, or (ii) executes a definitive purchase agreement to consummate the FHA Sale Transaction prior to the Effective Date and the transaction is consummated subsequent to the Effective Date, or (iii) has reached an agreement or agreement in principle to effectuate or consummate the FHA Sale Transaction prior to the Effective Date, and a definitive agreement with respect to such transaction is not executed prior to the Effective Date because the official committee of unsecured creditors (the "UCC") has not consented to such transaction, and, thereafter, prior to the date that is three months from and after the Effective Date, the liquidating trust contemplated in the Company's Chapter 11 Plan to be the successor in interest to the Company (the "Liquidating Trust") consummates a substantially similar FHA Sale Transaction with the party or parties to such agreement or agreement in principle, the Company will pay Centerview 0.65% of the final purchase price of the unpaid principal balance of loans in the FHA Sale Transaction, which amount shall be due and paid upon closing. Centerview reserves the right to negotiate with the Company, subject to the reasonable consent of the UCC, additional fees for subsequent asset sales.

The Company and Centerview hereby agree that except as specifically set forth above, nothing contained in this Amendment shall affect any of the terms of the Engagement Letter, or any of the terms of the separate indemnification agreement, dated October 18, 2011 and referenced in paragraph 3(e) of the Engagement Letter (the "Indemnification Agreement"), as such terms were amended and supplemented pursuant to the Retention Order.

This Amendment may be executed in counterparts, each of which together shall be considered a single document. This Amendment shall be binding on Centerview and the Company and their respective successors and assigns, including the Liquidating Trust. This Amendment is not intended to confer any rights upon any shareholder, creditor, owner or partner of the Company, or on any other person not a party hereto other than the indemnified persons referenced in the Indemnification Agreement referenced in paragraph 3(e) of the

Engagement Letter. This Amendment shall be governed by and construed in accordance with the laws of the State of New York.

Please confirm that the foregoing is in accordance with your understanding by signing and returning to us the enclosed duplicate of this Amendment, which shall thereupon constitute a binding agreement between the Company and Centerview.

Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Name: Marc Puntus
Title: Partner

ACCEPTED AND AGREED TO:

Residential Capital, LLC


By: 
Name: Tammy Namzchpour
Title: chief Business officer

Exhibit 3

(Engagement Letter)

CENTERVIEW PARTNERS

October 18, 2011

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

This letter agreement (the "Agreement") confirms the understanding and agreement between Centerview Partners LLC (the "Advisor" or "Centerview") and Residential Capital, LLC and its controlled subsidiaries (collectively with any entity formed or used for the purposes set forth herein, the "Company").

Assignment Scope:

1. The Company hereby retains Advisor as its investment banker to provide the Company with general restructuring advice and to advise it in connection with any Restructuring, Sale Transaction and/or Financing (each as defined below) on the terms and conditions set forth herein. By signing this Agreement, we hereby accept our appointment as your investment banker under the terms hereof. The individuals listed on Exhibit A will constitute the core team (the "Core Team"), and we agree that the Core Team will, as appropriate, devote its full time and attention to this engagement.

As used in this Agreement:

- (a) "Restructuring" shall mean any restructuring, reorganization (whether or not pursuant to Chapter 11 of the United States Bankruptcy Code) and/or recapitalization transaction or series of related transactions in respect of all or a significant portion of the Company's outstanding indebtedness (including any debt to an affiliate, bank debt, bond debt, and other on and off balance sheet indebtedness), and which may also include trade claims, leases (both on and off balance sheet), litigation-related claims and obligations, unfunded pension and retiree medical liabilities, and other liabilities (collectively, the "Existing Obligations"), and that is achieved, without limitation, through (i) a solicitation of waivers and consents from the holders of Existing Obligations (collectively, the "Stakeholders"); (ii) rescheduling of the maturities of Existing Obligations; (iii) a change in interest rates; (iv) repurchase, settlement or forgiveness of Existing Obligations; (v) conversion of Existing Obligations into equity; (vi) an exchange offer involving the issuance of new securities in exchange for Existing

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Obligations; or (vii) the issuance of new securities, sale or disposition of assets, sale of debt or equity securities or other interests. Notwithstanding the foregoing, neither (1) settlements of the matters described on Exhibit C hereto nor (2) capital contributions by the member of the Company, affiliates of the member, or the U.S. government in the ordinary course of business, including for the purpose of satisfying the Company's financial covenants under its debt facilities or agreements with Fannie Mae or other government sponsored or owned entity, and which do not otherwise involve a Restructuring, Sale Transaction or Financing shall be deemed a Restructuring.

- (b) "Financing" means any transaction or series of transactions involving the public or private issuance, sale, or placement of equity, equity-linked, or debt securities, instruments, or obligations of the Company entailing debtor-in-possession financing or exit financing in connection with a case under the Bankruptcy Code. Notwithstanding the foregoing, capital contributions by the member of the Company, affiliates of the member, or the U.S. government shall not be deemed a Financing, except if the member of the Company or affiliates of the member provide debtor-in-possession financing.
- (c) "Sale Transaction" means any transaction or series of transactions, whether consummated before or after a filing pursuant to Chapter 11 of the United States Bankruptcy Code, and involving (i) an acquisition, merger, consolidation, or other business combination pursuant to which all or substantially all of the business or assets of the Company are, directly or indirectly, combined with another company; (ii) the acquisition, directly or indirectly, by a buyer or buyers (which term shall include a "group" of persons as defined in Section 13(d) of the Securities Exchange Act of 1934, as amended), of equity interests or options, or any combination thereof constituting a majority of the then outstanding stock of the Company or possessing a majority of the then outstanding voting power of the Company (except as may occur with current Stakeholders as a result of a Restructuring); (iii) any other purchase or acquisition, directly or indirectly, by a buyer or buyers of all or substantially all of the assets, securities or other interests of the Company or (iv) the formation of a joint venture or partnership with the Company or direct investment in the Company for the purpose of effecting a transfer of all or substantially all of the interests in the Company to a third party.

Description of Services:

2. Advisor agrees, in consideration of the compensation provided in Section 3 below, to perform such of the following investment banking services as the Company may reasonably request:

- (a) Reviewing and analyzing the Company's business, operations and financial projections;

- (b) Evaluating the Company's potential debt capacity in light of its projected cash flows;
- (c) Assisting in the determination of a capital structure for the Company;
- (d) Assisting in the determination of a range of values for the Company on a going concern basis;
- (e) Advising the Company on tactics and strategies for negotiating with the Stakeholders;
- (f) Rendering financial advice to the Company and participating in meetings or negotiations with the Stakeholders and/or rating agencies or other appropriate parties in connection with any Restructuring;
- (g) Advising the Company on the timing, nature, and terms of new securities, other consideration or other inducements to be offered pursuant to the Restructuring;
- (h) Advising and assisting the Company in evaluating potential Financing transactions by the Company, and, subject to our agreement to so act and the execution of appropriate agreements in the case of any public issuance of securities or other circumstances where additional agreements may be customary between the Company and Advisor or an entity described in Section 13 below that is acting as underwriter or placement agent therefor, contacting potential sources of capital as the Company may designate and assisting the Company in implementing such a Financing;
- (i) Assisting the Company in preparing documentation within our area of expertise that is required in connection with the Restructuring;
- (j) Assisting the Company in identifying and evaluating candidates for a potential Sale Transaction, advising the Company in connection with negotiations and aiding in the consummation of one or more Sale Transactions;
- (k) Attending meetings of the Company's Board of Directors and its committees with respect to matters on which we have been engaged to advise you;
- (l) Providing testimony, as necessary, with respect to matters on which we have been engaged to advise you in any proceeding before the Bankruptcy Court; and
- (m) Providing the Company with other financial restructuring advice as may be specifically agreed upon in writing by the Company and the Advisor.

Fees and Expense Reimbursement; Indemnification:

3. As consideration for the services to be provided, the Company shall pay Advisor the following fees:

- (a) A monthly financial advisory fee of \$300,000 (the "Monthly Advisory Fee"), the first payment of which shall be due and paid by the Company upon execution of this Agreement and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid in excess of \$1,800,000 shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable.
- (b) If at any time during the term of this engagement or within the nine full months following the termination of this engagement (including the term of this engagement, the "Fee Period"), (x) any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "Out-Of-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$15,000,000; provided, however, that if (x) any Restructuring or Sale Transaction is consummated in Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated in Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "In-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$12,500,000; provided, further, that if an agreement in principle or definitive agreement to effect a Sale Transaction is entered into prior to the six month anniversary of this Agreement and concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Sale Transaction is consummated (i) outside of Bankruptcy Court; and (ii) with the party disclosed separately to Centerview on the date hereof with whom the Company is currently engaged in pending negotiations (the "Disclosed Party"), Centerview shall be entitled to receive a transaction fee (a "Limited Transaction Fee") equal to \$7,500,000. Notwithstanding anything to the contrary in this subparagraph 3(b), in connection with any Restructuring or Sale Transaction that is intended to be effected, in

whole or in part, as a prepackaged, partial prepackaged or prearranged plan of reorganization anticipated to involve the solicitation of acceptances of such plan in compliance with the Bankruptcy Code, by or on behalf of the Company, from holders of any class of the Company's securities, indebtedness or obligations (a "Prepackaged Plan") the Transaction Fee shall be earned and payable (x) 50% upon the earlier of (i) execution of definitive agreements with respect to such plan and (ii) delivery of binding consents to such plan by a sufficient number of creditors and/or bondholders, as the case may be, to the plan and (y) 50% upon consummation of such Restructuring or Sale Transaction; provided, however, that if the Advisor is paid 50% of the Transaction fee in connection with a Prepackaged Plan and a plan of reorganization is not consummated, the Advisor will return such fee to the Company.

(c) If at any time during the Fee Period, the Company consummates any Financing, the Company will pay Advisor the following:

- i. 1.0% of the aggregate amount of any indebtedness issued that is secured by a first lien;
- ii. 3.0% of the aggregate amount of any indebtedness issued that (x) is secured by a second or junior lien, (y) is unsecured and/or (z) is subordinated;
- iii. 5.0% of the aggregate amount of any equity or equity-linked securities or obligations issued; and
- iv. 0.5% of the aggregate amount of any debtor-in-possession financing issued, plus 1.0% of the aggregate amount of any debtor-in-possession financing issued to new lenders, not to exceed \$5,000,000 in the aggregate (or, if such financing is provided by a member of the Company, affiliates of the member, the U.S. government or by the Disclosed Party, not to exceed \$500,000).

Any fee(s) paid under subparagraphs 3(c)(i), 3(c)(ii) and 3(c)(iii) shall be 50% credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee subsequently paid under subparagraph 3(b).

Any fee in excess of \$500,000, paid under subparagraph 3(c)(iv) shall be 50% credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee subsequently paid under subparagraph 3(b).

(d) In addition to any fees that may be payable to Advisor and, regardless of whether any transaction occurs, the Company shall promptly reimburse Advisor for all:

(A) reasonable documented production charges and out-of-pocket expenses (including travel and lodging, data processing and communications charges, courier services and other appropriate expenditures) and (B) other reasonably incurred fees and expenses, including reasonable expenses of counsel if engaged with the prior approval of the Company, which approval shall not be unreasonably withheld.

- (e) As part of the compensation payable to Advisor hereunder, the Company agrees to the indemnification, contribution and related provisions (the "Indemnification Provisions") attached to this Agreement as Exhibit B and incorporated herein in their entirety. Nothing contained in this Paragraph 3 shall be deemed to limit in any manner the Company's obligations under the Indemnification Provisions.
- (f) All amounts referenced hereunder reflect United States currency and shall be paid promptly in cash after such amounts accrue hereunder.

For the avoidance of doubt, if both a Restructuring and a Sale Transaction occur (in separate transactions or through a single transaction that meets both definitions) the Company will be obligated to pay the Advisor either an Out-of-Court Transaction Fee or an In-Court Transaction Fee but not both. One or more fees pursuant to subparagraph 3(c) may be payable in addition to an In-Court Transaction Fee (subject to the crediting set forth above).

Retention in Chapter 11 Proceedings:

4. In the event of the commencement of proceedings pursuant to Chapter 11 of the United States Bankruptcy Code during the term of this Agreement or during the period until nine months following any termination of this Agreement by the Company, the Company agrees that it will use commercially reasonable efforts to obtain prompt authorization from the Bankruptcy Court to retain Advisor on the terms and conditions set forth in this Agreement under the provisions of Section 328(a) of the Bankruptcy Code. Subject to being so retained, Advisor agrees that during the pendency of any such proceedings, it shall continue to perform its obligations under this Agreement and that it shall file interim and final applications for allowance of the fees and expenses payable to it under the terms of this Agreement pursuant to the applicable Federal Rules of Bankruptcy Procedure, and the local rules and order of the Bankruptcy Court. The Company shall supply Advisor with a draft of the application and proposed retention order authorizing Advisor's retention sufficiently in advance of the filing of such application and proposed order to enable Advisor and its counsel to review and comment thereon. Advisor shall be under no obligation to provide any services under this agreement in the event that the Company becomes a debtor under the Bankruptcy Code unless Advisor's retention under the terms of this Agreement is approved under section 328(a) of the Bankruptcy Code by final order of the Bankruptcy Court, which order is acceptable to Advisor. In so agreeing to seek Advisor's retention under Section 328(a) of the Bankruptcy Code, the Company acknowledges that it believes that Advisor's general restructuring experience and expertise, its knowledge of the capital markets and its merger and acquisition capabilities will inure to the

benefit of the Company in pursuing any Restructuring, Sale Transaction or Financing, that the value to the Company of Advisor's services hereunder derives in substantial part from that expertise and experience and that, accordingly, the structure and amount of the various contingent fees set forth herein are reasonable regardless of the number of hours to be expended by Advisor's professionals in the performance of the services to be provided hereunder.

Other:

5. No fee payable to any other person, by the Company or by any other party, shall reduce or otherwise affect any fee payable or expense reimbursement hereunder to the Advisor.

6. The Company will furnish or cause to be furnished to Advisor such current and historical financial information and other information regarding the business of the Company as Advisor may request in connection with this engagement. The Company will keep Advisor advised of all developments materially affecting the Company or its financial position. In performing its services pursuant to this Agreement, including in connection with any valuation of the Company, Advisor shall be entitled to rely upon information furnished to it by the Company or that is publicly available, may assume the accuracy and completeness of such information and shall not assume any responsibility for independent verification of any such information. Advisor will not, as part of its engagement, undertake any independent valuation or appraisal of any of the assets or liabilities of the Company or of any third party, or opine or give advice to the Board of Directors, the Company or management or shareholders with respect thereto. With respect to any forecasts or projections that may be furnished to Centerview by the Company Centerview will assume that they have been reasonably prepared on bases reflecting the best then currently available estimates and judgments of the management of the Company as to the matters covered thereby. In connection with the services described above, the Company authorizes us to transmit any memorandum prepared by the Company describing the Company and its assets, properties, or businesses in connection with a Sale Transaction or Financing to potential parties to a Sale Transaction or Financing. The Company will be solely responsible for the contents of any such memorandum.

7. In performing its services pursuant to this Agreement, Advisor is not assuming any responsibility for the decision of the Company or any other party to pursue (or not to pursue) any business strategy or to effect (or not to effect) any Restructuring, Sale Transaction, Financing, or other transaction. Advisor shall not have any obligation or responsibility to provide "crisis management" for or business consultant services to the Company, and shall have no responsibility for designing or implementing operating, organizational, administrative, cash management or liquidity improvements; nor shall Advisor be responsible for providing any tax, legal or other specialist advice.

8. It is understood and agreed that nothing contained in this Agreement shall constitute an express or implied commitment by Advisor or any of its affiliates to underwrite, place or purchase any securities in a financing or otherwise, which commitment shall only be set forth in a separate underwriting, placement agency or purchase agreement, as applicable, relating to the financing.

9. In order to coordinate our efforts on behalf of the Company during the period of our engagement hereunder, the Company will promptly inform Advisor of any discussions, negotiations, or inquiries regarding a potential Restructuring, Sale Transaction or Financing, including any such material discussions or inquiries that have occurred during the six-month period prior to the date of this Agreement to the extent relevant to this engagement. In the event that Advisor receives an inquiry concerning any transaction, we will promptly inform the Company of such inquiry.

10. The Company agrees that neither Centerview nor any of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (collectively, the "Centerview Persons" and each individually, a "Centerview Person") shall have any liability (whether direct or indirect, in contract, tort or otherwise) to the Company or any person asserting claims on behalf of or in right of the Company for or in connection with this engagement or any transactions or conduct in connection herewith, except to the extent that any losses, claims, damages or liabilities incurred by the Company are finally judicially determined to have resulted directly from the willful misconduct or gross negligence of such Centerview Person.

11. Advisor's engagement hereunder will automatically terminate upon termination of any Chapter 11 proceedings involving the Company and may be terminated by you or us at any time without liability or continuing obligation to you or us, except that following any such termination (a) Advisor shall remain entitled to any fees accrued pursuant to Section 3 but not yet paid prior to such termination, and to reimbursement of reasonable documented production charges and out-of-pocket expenses incurred prior to such termination as provided in subparagraph 3(d) hereof, (b) the Indemnification Provisions shall survive termination indefinitely and (c) in the case of automatic termination or termination by the Company, Advisor shall remain entitled to full payment of all fees contemplated by Section 3 hereof in respect to any Restructuring, any Sale Transaction and any Financing.

12. The Company recognizes that Advisor has been engaged only by the Company with duties solely to the Company, and that the Company's engagement of Advisor is not deemed to be on behalf of and is not intended to confer rights upon any member, shareholder, partner or other owner of the Company, any creditor, lender or any other person not a party hereto as against Advisor or any of its affiliates or any of their respective directors, officers, members, agents, employees or representatives. No one, other than senior management or the Board of Directors of the Company is authorized to rely upon the Company's engagement of Advisor or use or rely upon (in their capacities as such and not in any individual capacities) any statements, advice, opinions or conduct by Advisor. Without limiting the foregoing, any advice, written or oral, rendered to the Company's Board of Directors or management in the course of the Company's engagement of Advisor are solely for the purpose of assisting senior management or the Board of Directors of the Company, as the case may be, in evaluating any Restructuring, Sale Transaction or Financing, as the case may be, and does not constitute a recommendation to any stakeholder of the Company that such stakeholder might or should take in connection with the Restructuring, Sale Transaction or Financing. Any advice, written or oral, rendered by Advisor may not be reproduced, disseminated, disclosed publicly or made available to third

parties at any time, in any manner or for any purpose, without the prior written consent of Advisor. Notwithstanding the foregoing, nothing herein shall prohibit you from disclosing to any and all persons the tax treatment and tax structure of any transaction and the portions of any materials that relate to such tax treatment or tax structure. Advisor's role herein is that of an independent contractor; nothing herein is intended to create or shall be construed as creating a fiduciary or agency relationship between Advisor and the Company or its Board of Directors or any other party. Centerview is not assuming any duties or obligations other than those expressly set forth in this Agreement

13. In connection with the services to be provided hereunder, Advisor may employ the services of its affiliates and may share with any such entity any information concerning the Company, *provided* that Advisor and such entities shall hold any non- public information confidential in accordance with the Confidentiality Agreement, dated October 12, 2011 (the "Confidentiality Agreement") and their respective customary policies relating to nonpublic information. Any such entity so employed shall be entitled to all of the benefits afforded to Advisor hereunder, including the Indemnification Provisions and shall be entitled to be reimbursed for its costs and expenses on the same basis as Advisor.


14. The provisions hereof and the Indemnification Provisions shall inure to the benefits of and be binding upon the successors and assigns of the Company, Advisor and any other person entitled to indemnity under the Indemnification Provisions. The Company's obligations pursuant to this Agreement are joint and several. This Agreement, including the Indemnification Provisions, and the Confidentiality Agreement embody the entire agreement and understanding among the parties hereto and supersedes any and all prior agreements, arrangements, and understandings, related to the matters provided for herein. No waiver, amendment or other modification of this Agreement, including the Indemnification Provisions, shall be effective unless in writing and signed by each party to be bound thereby.

15. This Agreement and any claim related directly or indirectly to this Agreement (including any claim concerning advice provided pursuant to this Agreement) and the Indemnification Provisions shall be governed by and construed in accordance with the laws of the State of New York without regard to the principle of conflicts of law. No such claim shall be commenced, prosecuted or continued in any forum other than the courts of the State of New York located in the City and County of New York or in the United States District Court for the Southern District of New York, and each of the parties hereby submits to the jurisdiction of such courts. The Company hereby waives on behalf of itself and its successors and assigns any and all right to argue that the choice of forum provision is or has become unreasonable in any legal proceeding. The Company waives all right to trial by jury in any action, proceeding or counterclaim (whether based upon contract, tort or otherwise) related to or arising out of the engagement of Advisor pursuant to, or the performance by Advisor of the services contemplated by, this Agreement.

If the foregoing Agreement is in accordance with your understanding of the terms of our engagement, please sign and return to us the enclosed duplicate hereof.

Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Marc Puntus
Partner

Accepted and Agreed to as of the date first written above.

RESIDENTIAL CAPITAL, LLC, on behalf of itself
and its controlled subsidiaries


By: 
Thomas Marano
Chief Executive Officer

Exhibit A
Core Team

Stephen Crawford – Partner
Samuel Greene - Partner
Marc Puntus – Partner
1 Managing Director
1-2 Principals
2 Associates
2-3 Analysts

Exhibit B
Indemnification Provisions

Attached Hereto

Exhibit C
Litigation and Claims

The settlement or compromise of any of the following matters will not be deemed to constitute a “Restructuring” for purposes of this Engagement:

1. Pending investigations, lawsuits or claims by any state attorney general, state banking department, US Department of Justice, US Department for Housing and Urban Development, or similar bodies or agencies relating to mortgage servicing and related issues
2. Pending lawsuits or claims by the Federal Housing Finance Authority in respect of mortgage loan repurchase or mortgage-backed securities claims

CENTERVIEW PARTNERS

Exhibit B

October 18, 2011

Centerview Partners LLC
31 West 52nd Street, 22nd Floor
New York, NY 10019

Gentlemen:

In connection with the engagement (the "Engagement") of Centerview Partners LLC ("Centerview") by the undersigned (the "Company") to render financial advisory services to the Company pursuant to a letter agreement dated the date hereof (the "Engagement Agreement"), the Company hereby agrees as follows:

1. Except as provided in paragraph 3. below, the Company agrees to indemnify and hold harmless Centerview and each of its affiliates, their respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (collectively, the "Indemnified Persons" and each individually, an "Indemnified Person") from and against any and all losses, claims, damages, demands and liabilities, joint or several, or actions or proceedings in respect thereof, brought by or against any person (collectively, "Losses"), which are related to or arise out of the Engagement or any matter or transaction contemplated thereby.
2. The Company agrees to reimburse each Indemnified Person promptly upon request for all costs and expenses (including fees, disbursements and other charges of legal counsel) as they are incurred in connection with investigating, preparing for, pursuing, defending against or providing evidence in, any pending or threatened action, claim, suit, investigation or other proceeding brought by or against any person in any jurisdiction related to or arising out of the Engagement or any matter or transaction contemplated thereby (whether or not Centerview or any other Indemnified Person is a named party or witness, and whether or not any liability to any person results therefrom), including in connection with enforcing the terms hereof.
3. Notwithstanding the foregoing, the Company shall have no obligation to indemnify and hold harmless any Indemnified Person under this letter agreement in respect of any Losses to the extent that such Losses are finally judicially determined to have resulted from the willful misconduct or gross negligence of such Indemnified Person.
4. The Company agrees that it will not, without Centerview's prior written consent (which consent shall not be unreasonably withheld or delayed), settle, compromise, consent to the entry of any judgment in or otherwise seek to terminate any pending or threatened action, claim, suit, investigation or proceeding in respect of which indemnification or contribution may be sought hereunder (whether or not Centerview or any other Indemnified Person is an actual or potential party thereto) unless such settlement, compromise, consent or termination includes an unconditional release of each Indemnified Person from all liability arising out of such action, claim, suit, investigation or proceeding and does not impose any monetary or financial obligation on any Indemnified Person or contain any admission of culpability or liability on the part of any Indemnified Person. No Indemnified Person seeking indemnification, reimbursement or contribution under this letter agreement will, without the Company's prior written consent (which consent shall not be unreasonably withheld or delayed), settle, compromise, consent to the entry of any judgment in or otherwise seek to terminate any action, claim, suit, investigation or proceeding referred to herein.

31 WEST 52ND STREET, 22ND FLOOR, NEW YORK, NY 10019


PHONE: (212) 380-2650 FAX: (212) 380-2651 WWW.CENTERVIEWPARTNERS.COM

NEW YORK * LONDON * SAN FRANCISCO * LOS ANGELES

5. If the foregoing indemnification provided for herein is determined to be unavailable to an Indemnified Person for any reason (other than as specified in paragraph 3. hereof) or is insufficient to hold it harmless in respect of any Losses referred to herein, then, in lieu of indemnifying such Indemnified Person hereunder, the Company shall contribute to the amount paid or payable by such Indemnified Person as a result of such Losses (and expenses related thereto) (i) in such proportion as is appropriate to reflect the relative benefits to the Company, on the one hand, and to Centerview, on the other hand, with respect to the Engagement or (ii) if the allocation provided by clause (i) of this paragraph is not available, in such proportion as is appropriate to reflect not only the relative benefits referred to in clause (i) but also the fault of the Company and Centerview and any other relevant and equitable considerations; provided, however, that in no event shall the aggregate contribution of the Indemnified Persons to the amounts so paid or payable exceed the aggregate amount of all fees actually received by Centerview from the Company in connection with the Engagement (excluding any amounts received by Centerview as reimbursement of expenses pursuant to the Engagement Agreement). For purposes of this letter agreement, the relative benefit to the Company and Centerview of the Engagement shall be deemed to be in the same proportion as (a) the total value paid or contemplated to be paid or received or contemplated to be received by the Company in the transaction or transactions that are the subject of the Engagement, whether or not such transaction is proposed or completed, bears to (b) the fees paid or to be paid to Centerview under the Engagement Agreement.
6. The Company agrees that neither Centerview nor any other Indemnified Person shall have any liability (whether direct or indirect, in contract, tort or otherwise) to the Company or any person asserting claims on behalf of or in right of the Company for or in connection with the Engagement or any transactions or conduct in connection therewith, except to the extent that any losses, claims, damages or liabilities incurred by the Company are finally judicially determined to have resulted from the willful misconduct or gross negligence of such Indemnified Person.
7. This letter agreement shall be governed by and construed in accordance with the laws of the State of New York, without regard to principles of conflicts of laws. Solely for purposes of enforcing this letter agreement, the Company hereby consents to personal jurisdiction of, service in and waives any objection to venue in any court in which any claim or proceeding which is subject to, or which may give rise to a claim for indemnification or contribution under, this letter agreement is brought against Centerview or any other Indemnified Person. ANY RIGHTS OF TRIAL BY JURY WITH RESPECT TO ANY CLAIM, COUNTERCLAIM OR ACTION ARISING OUT OF THIS LETTER AGREEMENT OR THE ENGAGEMENT IS HEREBY WAIVED.
8. The indemnity, contribution, reimbursement and other obligations of the Company hereunder shall be in addition to any liability that the Company may have, at common law or otherwise, and shall be binding on its successors and permitted assigns. The obligations of the Company hereunder cannot be assigned without the prior written consent of Centerview.
9. Prior to or at the time a public announcement is made concerning the Company entering into any agreement or arrangement with respect to, or effecting, any merger, statutory exchange or other business combination or proposed sale or exchange, dividend or other distribution or liquidation of all or a significant portion of its assets in one or a series of transactions or any significant recapitalization or reclassification of its outstanding securities that does not directly or indirectly provide for the assumption of the obligations of the Company set forth herein, the Company will notify Centerview in writing thereof and, if requested by Centerview, shall use commercially reasonable efforts to arrange in connection therewith alternative means of providing for the obligations of the Company set forth herein.
10. The terms of this letter agreement shall apply to all services provided by Centerview to the Company in connection with the matters contemplated by the Engagement, including those provided prior to the date of this letter agreement. The provisions of this letter agreement shall apply to any subsequent amendment to or modification of the Engagement Agreement, and shall survive the termination or completion of the Engagement.

Very truly yours

Residential Capital, LLC

By: 
Thomas Marano
Chief Executive Officer

Accepted:

CENTERVIEW PARTNERS LLC

By: 
Marc Puntus
Partner

March 13, 2012

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

Reference is made to that certain engagement letter dated October 18, 2011 (the "Engagement Letter"), between Centerview Partners LLC ("Centerview") and the Company (as such term is defined in the Engagement Letter). This agreement (the "Amendment") amends the Engagement Letter as follows:

Centerview and the Company mutually agree that Paragraph 3(a) and 3(b) of the Engagement Letter are hereby replaced with the following:

- (a) A monthly financial advisory fee (the "Monthly Advisory Fee") of \$300,000, the first payment of which shall be due and paid by the Company upon execution of the Engagement Letter and thereafter on each monthly anniversary thereof through January 1, 2012. Thereafter, a Monthly Advisory Fee of \$400,000, the first payment of which shall be due and paid by the Company on January 1, 2012 ("Revised Monthly Invoice Date") and thereafter on each monthly anniversary thereof through the earlier of the date the Company files chapter 11 (the "Petition Date") and the conclusion of this engagement. Subsequent to the Petition Date, a Monthly Advisory Fee of \$300,000, the first payment of which shall be due and paid by the Company on the first monthly anniversary of the Revised Monthly Invoice Date occurring after the Petition Date, and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid subsequent to the Petition Date shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable.
- (b) If at any time during the term of this engagement or within the nine full months following the termination of this engagement (including the term of this engagement, the "Fee Period"), (x) any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a

Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated outside of Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "Out-Of-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$15,000,000; provided, however, that if (x) any Restructuring or Sale Transaction is consummated in Bankruptcy Court or (y)(1) an agreement in principle, definitive agreement or plan to effect a Restructuring or Sale Transaction is entered into and (2) concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Restructuring or Sale Transaction is consummated in Bankruptcy Court, Centerview shall be entitled to receive a transaction fee (an "In-Court Transaction Fee"), contingent upon the consummation of a Restructuring or Sale Transaction and payable at the closing thereof equal to \$12,500,000; provided, further, that if an agreement in principle or definitive agreement to effect a Sale Transaction is entered into prior to the six month anniversary of this Agreement and concurrently therewith or at any time thereafter (including following the expiration of the Fee Period), any Sale Transaction is consummated (i) outside of Bankruptcy Court; and (ii) with the party disclosed separately to Centerview on the date hereof with whom the Company is currently engaged in pending negotiations (the "Disclosed Party"), Centerview shall be entitled to receive a transaction fee (a "Limited Transaction Fee") equal to \$7,500,000. Notwithstanding anything to the contrary in this subparagraph 3(b), in connection with any Restructuring or Sale Transaction that is intended to be effected, in whole or in part, as a §363 sale with a stalking horse bidder, or as a prepackaged, partial prepackaged or prearranged plan of reorganization, which plan may include a sale transaction (a "Prearranged Plan"), the Transaction Fee shall be earned and payable (x) 50% upon, in the case of a §363 sale, execution of a stalking horse asset purchase agreement, or, in the case of a Prearranged Plan, upon obtaining indications of support from certain of the Company's key creditors that in the good faith judgment of the Board of Directors of the Company are sufficient to justify filing such Prearranged Plan, and (y) 50% upon consummation of such Restructuring or Sale Transaction.

Centerview and the Company mutually agree that the following paragraph shall be added to section 3:

- (g) If at any time during the Fee Period the Company (x) receives a letter of intent to purchase all or substantially all of the Company's assets or (y) receives a debtor-in-possession financing proposal, in either case, satisfactory to the Company, Centerview shall be due and paid a transaction fee ("Interim Transaction Fee") equal to \$1,200,000.

The Company and Centerview hereby agree that except as specifically set forth above, nothing contained in this Amendment shall affect any of the terms of the Engagement Letter, or any of the terms of the separate indemnification agreement, dated October 18, 2011 and referenced in paragraph 3(e) of the Engagement Letter (the "Indemnification Agreement").

This Amendment may be executed in counterparts, each of which together shall be considered a single document. This Amendment shall be binding on Centerview and the Company and their respective successors and assigns. This Amendment is not intended to confer any rights upon any shareholder, creditor, owner or partner of the Company, or on any other person not a party hereto other than the indemnified persons referenced in the Indemnification Agreement referenced in paragraph 3(e) of the Engagement Letter. This Amendment shall be governed by and construed in accordance with the laws of the State of New York.

Please confirm that the foregoing is in accordance with your understanding by signing and returning to us the enclosed duplicate of this Amendment, which shall thereupon constitute a binding agreement between the Company and Centerview.


Very truly yours,

CENTERVIEW PARTNERS LLC

By: 
Name: Marc Puntus
Title: Partner

ACCEPTED AND AGREED TO:

Residential Capital LLC

By: 
Name: Thomas Marano
Title: CEO

January 17, 2013

Residential Capital, LLC
1177 Avenue of the Americas
16th Floor
New York, NY 10036

Attention: Thomas Marano
Chief Executive Officer

Ladies and Gentlemen:

Reference is made to that certain engagement letter dated October 18, 2011 as amended on March 14, 2012 (the "Engagement Letter"), between Centerview Partners LLC ("Centerview") and the Company (as such term is defined in the Engagement Letter), and that certain order of the Bankruptcy Court dated July 26, 2012 (the "Retention Order"), authorizing and approving Centerview's retention on the terms set forth in the Engagement Letter, as amended and supplemented by the Retention Order. This agreement (the "Amendment") amends the Engagement Letter as follows:

Centerview and the Company mutually agree that Paragraph 3(a) of the Engagement Letter is hereby replaced with the following:

- (c) A monthly financial advisory fee (the "Monthly Advisory Fee") of \$300,000, the first payment of which shall be due and paid by the Company upon execution of the Engagement Letter and thereafter on each monthly anniversary thereof through January 1, 2012. Thereafter, a Monthly Advisory Fee of \$400,000, the first payment of which shall be due and paid by the Company on January 1, 2012 ("Revised Monthly Invoice Date") and thereafter on each monthly anniversary thereof through the earlier of the date the Company files chapter 11 (the "Petition Date") and the conclusion of this engagement. Subsequent to the Petition Date, a Monthly Advisory Fee of \$300,000, the first payment of which shall be due and paid by the Company on the first monthly anniversary of the Revised Monthly Invoice Date occurring after the Petition Date, and thereafter on each monthly anniversary thereof during the term of this engagement. Advisor will issue a written invoice to the Company for the initial and each subsequent Monthly Advisory Fee. 50% of Monthly Advisory Fees paid for the periods subsequent to the Petition Date through the date on which the sale of ResCap's servicing and origination platform closes (the "Platform Sale Closing Date") and after July 1, 2013 shall be credited (but only once) against an Out-of-Court Transaction Fee, an In-Court Transaction Fee or a Limited Transaction Fee (each as defined below) payable; provided, that in the event of a Chapter 11 filing such credit will only apply proportionately to the extent that such fees are approved by the Bankruptcy Court, if applicable. For the avoidance of doubt, Monthly Advisory Fees paid for the period from the Platform Sale Closing Date through June 30, 2013 shall not be credited. Centerview reserves the right to renegotiate with the Company,

subject to the reasonable consent of the official committee of unsecured creditors (the "UCC"), the appropriate amount of crediting of Monthly Advisory Fees paid for the period from and after July 1, 2013 based on the facts and circumstances extant at that point in time.

Centerview and the Company mutually agree that the following paragraph shall be added to section 1:

- (d) "FHA Sale Transaction" means any transaction or series of transactions involving a sale to a buyer or buyers of whole loans or receivables insured by the Federal Housing Administration ("FHA") as described in the Company's Motion to Approve Sale Procedures to sell Certain FHA Loans (Docket #2544), which may be executed as a whole or in parts. For the purposes of this definition, the term buyer shall exclude Ginnie Mae and its affiliates.

Centerview and the Company mutually agree that the following paragraph shall be added to section 3:

- (h) If at any time during the Fee Period, the Company consummates the FHA Sale Transaction, the Company will pay Centerview 1.0% of the aggregate sale price of the FHA Sale Transaction, which amount shall be due and paid upon closing. Centerview reserves the right to negotiate with the Company, subject to the reasonable consent of the UCC, additional fees for subsequent FHA Loan and other asset sales.

The Company and Centerview hereby agree that except as specifically set forth above, nothing contained in this Amendment shall affect any of the terms of the Engagement Letter, or any of the terms of the separate indemnification agreement, dated October 18, 2011 and referenced in paragraph 3(e) of the Engagement Letter (the "Indemnification Agreement"), as such terms were amended and supplemented pursuant to the Retention Order.

This Amendment may be executed in counterparts, each of which together shall be considered a single document. This Amendment shall be binding on Centerview and the Company and their respective successors and assigns. This Amendment is not intended to confer any rights upon any shareholder, creditor, owner or partner of the Company, or on any other person not a party hereto other than the indemnified persons referenced in the Indemnification Agreement referenced in paragraph 3(e) of the Engagement Letter. This

Amendment shall be governed by and construed in accordance with the laws of the State of New York.

Please confirm that the foregoing is in accordance with your understanding by signing and returning to us the enclosed duplicate of this Amendment, which shall thereupon constitute a binding agreement between the Company and Centerview.

Very truly yours,

CENTERVIEW PARTNERS LLC

By: 

Name: Marc Puntus

Title: Partner

ACCEPTED AND AGREED TO:

Residential Capital LLC

By: 

Name: Thomas Marano

Title: Chief Executive Officer

EXHIBIT 4

(Puntus Declaration)

MORRISON & FOERSTER LLP
 1290 Avenue of the Americas
 New York, New York 10104
 Telephone: (212) 468-8000
 Facsimile: (212) 468-7900
 Gary S. Lee
 Todd M. Goren
 Naomi Moss

*Counsel for the Debtors and
 Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:	)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	)	Chapter 11
)	
Debtors.	)	Jointly Administered
-----)	

**DECLARATION OF MARC D. PUNTUS IN SUPPORT OF
 DEBTORS' MOTION FOR ORDER UNDER BANKRUPTCY CODE SECTIONS
 327(a) AND 328(a) APPROVING AMENDMENT TO ENGAGEMENT LETTER
WITH CENTERVIEW PARTNERS LLC**

I, Marc D. Puntus, hereby declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. I am a Partner and co-head of the Restructuring Group at Centerview Partners LLC ("Centerview"), financial advisor to Residential Capital LLC ("ResCap") and the other above-captioned debtors and debtors in possession (collectively the "Debtors").¹ I submit this declaration in support of the *Debtors' Motion For Order*

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the Whitlinger Affidavit filed on the first day of these Chapter 11 cases.

*Under Bankruptcy Code Sections 327(a) and 328 (a) Approving Amendment to
Engagement Letter with Centerview Partners LLC (the “Motion”).²*

QUALIFICATIONS

2. I previously have conveyed to the Court my qualifications and Centerview’s qualifications in my Declarations in support of the application for Centerview’s retention (the “Retention Declarations”), my Declaration in support of the motion for approval of an amendment to the Engagement Letter (the “First Amendment Declaration”), my Declaration in support of the motion for approval of the Debtors’ debtor in possession financing facilities and my Declaration in support of the motion for approval of certain amendments to the Barclays debtor in possession financing facility, my Declaration in support of the Debtors’ motion for approval of the Asset Sales, my Declaration in support of the Debtors’ motion to continue use of cash collateral, as well as my declaration in support of the Debtors’ motion to partially satisfy certain secured claims [Docket Nos. 20, 368, 831, 1784, 2137, 2545, 3375, 3671 and 3873].

3. Rather than repeat the information contained in the Retention Declarations and the First Amendment Declaration here, they are incorporated by reference.

BASIS FOR APPROVAL OF THE AMENDMENT

4. As described in the First Amendment Declaration, the Debtors have requested that Centerview perform additional services in these Chapter 11 cases, including the marketing and selling of loans insured by the FHA, which were not contemplated under Centerview’s initial retention application.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Amendment.

5. In connection with the sale of the FHA Loans, the Debtors filed the FHA Sale Motion.³ Because no acceptable bid for the FHA Loans was submitted pursuant to the FHA Loan Sale Procedures, the Debtors elected to terminate the FHA Loan Sale.

6. The Debtors however, through the services of Centerview have continued to engage in discussions with potential purchasers of FHA Loans. Although the parties expected that Centerview would assist the Debtors to monetize and sell the FHA Loans through any process, the First Centerview Amendment only referenced sales made pursuant to the FHA Sale Motion. Because the FHA Loan Sale was terminated, the parties determined to enter into the Amendment and clarify that Centerview will receive compensation in the event the FHA Loans are sold as described in the Amendment.

7. Additionally, as described in the First Amendment Declaration, the First Centerview Amendment also modified the crediting provision contained in the Engagement Letter due to extended duration of these Chapter 11 cases. The First Centerview Amendment reserved the right to further modify the crediting provision. After extensive negotiations among Centerview, the Debtors and the Creditors' Committee, the parties have agreed to further modify the crediting provision, as described below.

COMPENSATION

8. Pursuant to the Amendment, the Debtors propose to pay Centerview a fee equal to .65% of the purchase price of the unpaid principal balance of FHA Loans (the "FHA Fees") if the Debtors consummate any transactions for the sale of the FHA Loans to buyers other than Ginnie Mae or its affiliates upon the closing of the applicable loan

³ On January 16, 2013, the Court approved the FHA Sale Motion on the record. On January 17, 2013, the Court entered an order approving the FHA Sale Motion [Docket No. 2649].

sale or sales. The Amendment provides that Centerview shall earn the FHA Fees if the Debtors (i) consummate an FHA Loan Transaction prior to the effective date of a Plan (the “Effective Date”), or (ii) execute a purchase agreement to consummate an FHA Loan Transaction prior to the Effective Date and the sale is consummated subsequent to the Effective Date, or (iii) has reached an agreement in principle to effectuate or consummate an FHA Loan Transaction prior to the Effective Date, and a definitive agreement with respect to such transaction is not executed prior to the Effective Date because the Creditors’ Committee has not consented to such transaction, and thereafter, prior to the date that is three months from and after the Effective Date, the Liquidating Trust consummates a substantially similar FHA Loan Transaction.

9. In addition to the sale of the FHA Loans, Centerview will also assist with the continued monetization of other remaining estate assets. The Amendment reserves Centerview’s right to seek additional fees for subsequent sales of loans and other assets, including loans insured and/or guaranteed by the government, subject to the reasonable consent of the Creditors’ Committee.

10. The Debtors and Centerview have agreed upon the FHA Fees in anticipation that a substantial commitment of professional time and effort will be required of Centerview and its professionals in connection with the sale of the FHA Loans.

11. The FHA Fees are consistent with, and typical of, compensation arrangements entered into by Centerview and other comparable firms in connection with the rendering of similar services under similar circumstances. The FHA Fees are reasonable and market-based and consistent with Centerview’s normal and customary billing practices for comparably sized transactions.

12. The Amendment also clarifies the Crediting Provision contained in the Engagement Letter and the First Centerview Amendment. Pursuant to the Engagement Letter, the Transaction Fee was to be earned and paid at the closing of the Asset Sales. During negotiations with the Creditors' Committee concerning Centerview's retention in these cases, the parties agreed that the Transaction Fee would continue to be earned upon the closing of the Asset Sales, but payment would be deferred until the Effective Date. At that time, the Debtors, the Creditors' Committee and Centerview did not address how crediting would be structured post-closing of the Asset Sales.

13. As such, the parties chose to clarify the Crediting Provision in the First Centerview Amendment. The parties agreed that Centerview was not required to credit the Monthly Advisory Fees following the Platform Closing Date through June 30, 2013. From and after July 1, 2013, Centerview would be required to credit 50% of Monthly Advisory Fees. Pursuant to the First Centerview Amendment, Centerview reserved the right to seek to renegotiate the appropriate amount of crediting with the Debtors based on the facts and circumstances extant at that point in time, subject to the reasonable consent of the Creditors' Committee.

14. Because the complexity of the issues pervading these cases has prolonged their conclusion, and in light of the additional services required of Centerview in connection with confirmation of the Plan and the ongoing litigation with the Junior Secured Noteholders, the parties renegotiated the duration and scope of the Crediting Provision.

15. Following extensive arm's-length negotiations between the Debtors, Centerview and the Creditors' Committee, the parties renegotiated the Crediting

Provision through the Amendment. The Amendment states that Centerview is required to credit 50% of Monthly Advisory Fees from the Petition Date through the Platform Closing Date and after October 31, 2013. The Amendment further provides that Centerview will not be required to credit seven additional Monthly Advisory Fees, which elimination of crediting shall be applied first to Monthly Advisory Fees for the period of November 1, 2013 through the Effective Date and second, to the extent necessary, to Monthly Advisory Fees for the period from the Petition Date through the Platform Closing Date, such that \$1,050,000 of crediting is eliminated.

16. For the reasons set forth herein, I believe that the Amendment should be approved in all respects.

I declare, under penalty of perjury, that the foregoing is true and correct, to the best of my knowledge.

Dated: October 15, 2013
New York, New York

/s/ Marc D. Puntus
Marc D. Puntus

EXHIBIT E

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROFESSIONAL
BY CENTERVIEW PARTNERS LLC ON BEHALF OF THE DEBTORS FOR THE
PERIOD MAY 14, 2012 THROUGH DECEMBER 17, 2013**

Hours by Professional

Name of Professional Individual	5/14 – 7/31	8/1 – 8/31
Partners		
Marc D. Puntus	198.0	95.0
Samuel M. Greene	212.0	46.5
Principal		
Karn S. Chopra	462.5	192.0
Associate		
Ryan Kielty	441.5	243.5
Analyst		
Benjamin H. Weingarten	513.5	216.0
Total	1,827.5	793.0

Name of Professional Individual	9/1 – 9/30	10/1 – 10/31	11/1 – 11/30	12/1 – 12/31
Partners				
Marc D. Puntus	161.5	306.5	157.5	113.0
Samuel M. Greene	15.5	-	-	-
Principal				
Karn S. Chopra	199.0	394.0	176.0	146.0
Associate				
Ryan Kielty	255.5	462.5	202.0	117.5
Analysts				
Benjamin H. Weingarten	229.5	438.5	172.0	79.5
Jonathan R. Mattern	-	344.0	142.0	89.5
Total	861.0	1,945.5	849.5	545.5

Name of Professional Individual	1/1 – 1/31	2/1 – 2/28	3/1 – 3/31	4/1 – 4/30
Partner				
Marc D. Puntus	165.5	124.0	80.5	122.5
Principal				
Karn S. Chopra	204.0	163.0	99.0	149.5
Associate				
Ryan Kielty	176.5	147.0	89.0	126.5
Analysts				
Benjamin H. Weingarten	161.0	126.5	57.5	90.5
Jonathan R. Mattern	144.0	89.5	57.0	50.5
Total	851.0	650.0	383.0	539.5

Name of Professional Individual	5/1 – 5/31	6/1 – 6/30	7/1 – 7/31	8/1 – 8/31
Partner				
Marc D. Puntus	94.5	76.0	77.0	58.0
Principal				
Karn S. Chopra	127.5	116.5	126.0	114.0
Associate				
Ryan Kielty	103.0	102.0	122.0	105.5
Analysts				
Benjamin H. Weingarten	50.0	84.0	112.5	-
Jonathan R. Mattern	44.0	102.0	136.5	154.5
Total	419.0	480.5	574.0	432.0

Name of Professional Individual	9/1 – 9/30	10/1 – 10/31	11/1 – 11/30	12/1 – 12/17
Partner				
Marc D. Puntus	74.0	113.0	56.5	14.0
Principal				
Karn S. Chopra	119.5	143.5	78.5	25.5
Associate				
Ryan Kielty	101.5	105.5	92.5	34.0
Analyst				
Jonathan R. Mattern	136.0	117.0	76.5	29.5
Total	431.0	479.0	304.0	103.0

Name of Professional Individual	Total Hours
Partners	
Marc D. Puntus	2,089.0
Samuel M. Greene	274.0
Principal	
Karn S. Chopra	3,038.0
Associate	
Ryan Kielty	3,029.5
Analysts	
Benjamin H. Weingarten	2,331.0
Jonathan R. Mattern	1,714.5
Total	12,476.0

EXHIBIT F

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROJECT CATEGORY
BY CENTERVIEW PARTNERS LLC ON BEHALF OF THE DEBTORS FOR THE
PERIOD MAY 14, 2012 THROUGH DECEMBER 17, 2013**

Hours by Matter

Task Code	Matter Description	5/14 – 7/31	8/1 – 8/31
1	Case Administration / General	207.0	110.0
2	Sale Process	640.0	424.0
3	Creditor Communication	355.0	58.0
4	Debtor Communication	212.0	101.5
5	DIP Financing	109.5	8.5
6	Testimony Preparation	78.0	0.0
7	Plan of Reorganization	9.0	16.5
8	Travel	2.0	0.0
9	Centerview Due Diligence	75.5	0.0
10	Business Plan	59.0	19.0
11	Case Strategy	80.5	55.5
Total		1,827.5	793.0

Task Code	Matter Description	9/1 – 9/30	10/1 – 10/31	11/1 – 11/30	12/1 – 12/31
1	Case Administration / General	70.5	78.5	35.5	45.0
2	Sale Process	346.0	1,252.0	384.5	117.5
3	Creditor Communication	144.5	162.0	64.0	92.5
4	Debtor Communication	81.0	148.5	100.5	113.0
5	DIP Financing	32.0	94.0	37.5	7.5
6	Testimony Preparation	-	3.0	18.0	-
7	Plan of Reorganization	42.0	64.5	71.5	22.5
8	Travel	29.0	-	5.0	-
9	Centerview Due Diligence	-	-	-	-
10	Business Plan	102.0	21.0	-	8.0
11	Case Strategy	14.0	122.0	133.0	37.5
12	FHA Sale Process	-	-	-	102.0
Total		861.0	1,945.5	849.5	545.5

Task Code	Matter Description	1/1 – 1/31	2/1 – 2/28	3/1 – 3/31	4/1 – 4/30
1	Case Administration / General	15.0	9.0	38.5	22.0
2	Sale Process	473.5	370.0	107.5	80.0
3	Creditor Communication	149.5	71.5	54.5	40.5
4	Debtor Communication	139.0	93.5	70.5	63.5
5	DIP Financing	22.0	6.0	32.0	11.0
6	Testimony Preparation	-	5.0	-	-
7	Plan of Reorganization	19.0	25.0	15.5	266.0
8	Travel	-	-	-	-
9	Centerview Due Diligence	-	-	-	-
10	Business Plan	-	-	-	-
11	Case Strategy	18.0	70.0	64.5	56.5
12	FHA Sale Process	15.0	-	-	-
Total		851.0	650.0	383.0	539.5

Task Code	Matter Description	5/1 – 5/31	6/1 – 6/30	7/1 – 7/31	8/1 – 8/31
1	Case Administration / General	28.5	45.5	7.5	27.0
2	Sale Process	39.5	72.5	37.0	36.5
3	Creditor Communication	115.5	83.5	87.5	73.5
4	Debtor Communication	71.5	53.5	46.5	39.5
5	DIP Financing ¹	9.5	6.0	8.0	-
6	Testimony Preparation	29.0	86.5	206.5	162.0
7	Plan of Reorganization	93.5	62.0	50.0	15.0
8	Travel	-	-	-	-
9	Centerview Due Diligence	-	-	-	-
10	Business Plan	-	-	-	-
11	Case Strategy	32.0	46.0	75.0	11.0
12	FHA Sale Process	-	25.0	56.0	67.5
Total		419.0	480.5	574.0	432.0

¹ Consists of time spent addressing issues with regards to the Debtors' use of cash collateral.

Task Code	Matter Description	9/1 – 9/30	10/1 – 10/31	11/1 – 11/30	12/1 – 12/17	Total Hours
1	Case Administration / General	-	3.0	79.0	-	821.5
2	Sale Process	22.5	-	10.5	-	4,413.5
3	Creditor Communication	18.0	41.5	33.0	12.0	1,656.5
4	Debtor Communication	19.0	11.0	38.0	-	1,402.0
5	DIP Financing	-	-	-	-	383.5
6	Testimony Preparation	332.5	385.5	66.5	-	1,380.5
7	Plan of Reorganization	-	-	-	4.0	776.0
8	Travel	-	-	-	-	36.0
9	Centerview Due Diligence	-	-	-	-	75.5
10	Business Plan	-	-	-	-	209.0
11	Case Strategy	4.5	4.5	-	-	824.5
12	FHA Sale Process	34.5	33.5	77.0	87.0	497.5
Total		431.0	479.0	304.0	103.0	12,476.0

EXHIBIT G

**SUMMARY OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 14, 2012 THROUGH DECEMBER 17, 2013**

Expenses by Category

Expense Category	5/14 – 7/31	8/1 – 8/31
Transportation	\$3,263.59	\$971.43
Meals ¹	2,048.57	448.28
Communication & Other: Conference Calls	10,816.41	163.50
Communication & Other: FedEx / Shipping	187.57	33.01
Communication & Other: Presentation	71.83	-
Communication & Other: Other Expenses	35.00	-
Total	\$16,422.97	\$1,616.22

Expense Category	9/1 – 9/30	10/1 – 10/31	11/1 – 11/30	12/1 – 12/31
Transportation	\$400.00	\$5,542.44	\$4,428.68	\$2,280.01
Hotels & Meals ¹	440.75	4,091.72	4,088.92	1,008.49
Communication & Other: Conference Calls	969.07	1,206.74	2,769.21	907.80
Communication & Other: FedEx / Shipping	16.94	-	10.18	-
Communication & Other: Other Expenses	-	-	48.40	224.57
Total	\$1,826.76	\$10,840.90	\$11,345.39	\$4,420.87

¹ Adjusted for overtime meal costs above \$20.00 per meal.

Expense Category	1/1 – 1/31	2/1 – 2/28	3/1 – 3/31	4/1 – 4/30
Transportation	\$3,622.15	\$693.91	\$533.04	\$201.90
Hotels & Meals ¹	793.06	1,016.82	691.46	180.00
Communication & Other: Conference Calls	1,914.51	50.00	2,361.67	30.01
Communication & Other: FedEx / Shipping	-	-	-	-
Communication & Other: Other Expenses	-	39.95	10.88	-
Total	\$6,329.72	\$1,800.68	\$3,597.05	\$411.91

Expense Category	5/1 – 5/31	6/1 – 6/30	7/1 – 7/31	8/1 – 8/31
Transportation	\$91.70	\$190.00	\$571.27	\$95.08
Hotels & Meals ¹	146.44	155.39	518.36	120.00
Communication & Other: Conference Calls	-	-	477.94	253.10
Communication & Other: FedEx / Shipping	-	-	-	-
Communication & Other: Other Expenses	-	-	500.00	-
Total	\$238.14	\$345.49	\$2,067.57	\$468.18

Expense Category	9/1 – 9/30	10/1 – 10/31	11/1 – 11/30	12/1 – 12/17	Total Expenses ³
Transportation	\$227.36	\$489.76	\$363.65	\$27.50	\$23,993.47
Hotels & Meals ¹	277.78	551.20	100.00	33.32	16,710.56
Communication & Other: Conference Calls	513.04	-	602.80	-	23,035.80
Communication & Other: FedEx / Shipping	-	-	-	-	247.70
Communication & Other: Other Expenses	-	-	3,935.00 ²	-	4,865.63
Total	\$1,018.18	\$1,040.96	\$5,001.45	\$60.82	\$68,853.16

¹ Adjusted for overtime meal costs above \$20.00 per person per meal and hotel costs above \$500.00 per night.

² Expenses incurred for consulting services rendered by Ernst & Young for the benefit of Centerview's Expert Witness testimony preparation in connection with Phase I of JSN litigation. Please see additional invoice detail attached in Exhibit J.

³ Adjusted for disallowed expenses.

EXHIBIT H

**DETAIL OF PROFESSIONAL SERVICES RENDERED BY CENTERVIEW
PARTNERS LLC ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 14, 2012 THROUGH DECEMBER 17, 2013**

Residential Capital, LLC
Time Records by Legend #
5/14/2012 through 12/17/2013

Legend #	Description	Hours Worked
1	Case Administration/General	821.5
2	Sale Process	4413.5
3	Creditor Communication	1656.5
4	Debtor Communication	1402.0
5	DIP Financing	383.5
6	Testimony Preparation	1380.5
7	Plan of Reorganization	776.0
8	Travel	36.0
9	Centerview Due Diligence	75.5
10	Business Plan	209.0
11	Case Strategy	824.5
12	FHA Sale Process	497.5
Total		12476.0

Residential Capital, LLC
Time Records by Professional
5/14/2012 through 12/17/2013

Professional	Title	Hours Worked
Benjamin H. Weingarten	Analyst	2331.0
Jonathan R. Mattern	Analyst	1714.5
Karn S. Chopra	Principal	3038.0
Marc D. Puntus	Partner	2089.0
Ryan Kielty	Principal	3029.5
Samuel M. Greene	Partner	274.0
Total		12476.0

Detail Report (by Date)

2/24/2014

Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
12/17/2013	Karn S. Chopra	1.0	12	Internal call to discuss interim servicing of FHA assets post-close
12/17/2013	Marc D. Puntus	1.0	12	Internal call to discuss interim servicing of FHA assets post-close
12/17/2013	Ryan Kielty	1.0	12	Internal call to discuss interim servicing of FHA assets post-close
12/16/2013	Jonathan R. Mattern	2.5	12	Prepared materials for presentation on FHA sale process to Liquidating Trust Board
12/16/2013	Karn S. Chopra	2.5	12	Prepared materials for presentation on FHA sale process to Liquidating Trust Board
12/16/2013	Ryan Kielty	2.5	12	Prepared materials for presentation on FHA sale process to Liquidating Trust Board
12/12/2013	Karn S. Chopra	0.5	3	Call with creditor about plan effective date
12/12/2013	Marc D. Puntus	0.5	3	Call with creditor about plan effective date
12/12/2013	Ryan Kielty	0.5	3	Call with creditor about plan effective date
12/11/2013	Jonathan R. Mattern	4.0	12	Call with FHA bidder and Debtors advisors to walk through mark-up of MLPISA
12/11/2013	Jonathan R. Mattern	1.5	12	Discussion with Estate over reimbursement of advances under various recovery scenarios
12/11/2013	Jonathan R. Mattern	2.5	12	Revised FHA analyses with new recovery information
12/11/2013	Karn S. Chopra	2.0	7	Attended closing arguments for confirmation hearing
12/11/2013	Karn S. Chopra	4.0	12	Call with FHA bidder and Debtors advisors to walk through mark-up of MLPISA
12/11/2013	Marc D. Puntus	2.0	7	Attended closing arguments for confirmation hearing
12/11/2013	Ryan Kielty	4.0	12	Call with FHA bidder and Debtors advisors to walk through mark-up of MLPISA
12/11/2013	Ryan Kielty	1.5	12	Discussion with Estate over reimbursement of advances under various recovery scenarios
12/10/2013	Jonathan R. Mattern	3.0	12	Prepared FHA bid comparison analysis
12/09/2013	Jonathan R. Mattern	2.5	12	Updated FHA Recovery & Bid model for revised loan pool and loan-level bids
12/09/2013	Karn S. Chopra	2.0	12	Call with FHA bidder to discuss merits on in-court vs. out-of-court sale process
12/09/2013	Marc D. Puntus	2.0	12	Call with FHA bidder to discuss merits on in-court vs. out-of-court sale process
12/07/2013	Ryan Kielty	4.5	12	Reviewed FHA Recovery & Bid model and corresponding output analyses
12/06/2013	Jonathan R. Mattern	1.5	12	Call amongst UCC and Debtors advisors to coordinate next steps on FHA sale process
12/06/2013	Jonathan R. Mattern	0.5	12	Call with FHA bidder to discuss stalking horse process
12/06/2013	Jonathan R. Mattern	1.0	12	Reviewed FHA Recovery & Bid model
12/06/2013	Jonathan R. Mattern	2.0	12	Worked on FHA Recovery & Bid model
12/06/2013	Karn S. Chopra	1.5	12	Call amongst UCC and Debtors advisors to coordinate next steps on FHA sale process
12/06/2013	Karn S. Chopra	0.5	12	Call with FHA bidder to discuss stalking horse process

Detail Report (by Date)

2/24/2014

Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
12/06/2013	Marc D. Puntus	1.5	12	Call amongst UCC and Debtors advisors to coordinate next steps on FHA sale process
12/06/2013	Ryan Kielty	1.5	12	Call amongst UCC and Debtors advisors to coordinate next steps on FHA sale process
12/06/2013	Ryan Kielty	0.5	12	Call with FHA bidder to discuss stalking horse process
12/06/2013	Ryan Kielty	1.0	12	Reviewed FHA Recovery & Bid model
12/06/2013	Ryan Kielty	2.0	12	Worked on FHA Recovery & Bid model
12/05/2013	Jonathan R. Mattern	2.5	12	Call with FHA bidder about servicing advances after 10/31
12/05/2013	Jonathan R. Mattern	3.5	12	Worked on FHA Recovery & Bid model
12/05/2013	Karn S. Chopra	2.5	12	Call with FHA bidder about servicing advances after 10/31
12/05/2013	Ryan Kielty	2.5	12	Call with FHA bidder about servicing advances after 10/31
12/05/2013	Ryan Kielty	3.5	12	Worked on FHA Recovery & Bid model
12/04/2013	Karn S. Chopra	1.0	12	Call with UCC re: FHA sale process
12/04/2013	Marc D. Puntus	1.0	12	Call with UCC re: FHA sale process
12/04/2013	Ryan Kielty	1.0	12	Call with UCC re: FHA sale process
12/03/2013	Karn S. Chopra	2.0	12	Call with Debtors and advisors to discuss FHA bids and mark up to MLPISA
12/03/2013	Ryan Kielty	2.0	12	Call with Debtors and advisors to discuss FHA bids and mark up to MLPISA
12/02/2013	Jonathan R. Mattern	1.5	12	Call with Debtors to discuss next steps with FHA Bidder
12/02/2013	Jonathan R. Mattern	1.0	12	Call with FHA bidder to discuss next steps
12/02/2013	Karn S. Chopra	3.5	3	Call with various creditors about unit distribution mechanics
12/02/2013	Karn S. Chopra	1.5	12	Call with Debtors to discuss next steps with FHA Bidder
12/02/2013	Karn S. Chopra	1.0	12	Call with FHA bidder to discuss next steps
12/02/2013	Marc D. Puntus	3.5	3	Call with various creditors about unit distribution mechanics
12/02/2013	Marc D. Puntus	1.5	12	Call with Debtors to discuss next steps with FHA Bidder
12/02/2013	Marc D. Puntus	1.0	12	Call with FHA bidder to discuss next steps
12/02/2013	Ryan Kielty	3.5	3	Call with various creditors about unit distribution mechanics
12/02/2013	Ryan Kielty	1.5	12	Call with Debtors to discuss next steps with FHA Bidder
12/02/2013	Ryan Kielty	1.0	12	Call with FHA bidder to discuss next steps
11/26/2013	Jonathan R. Mattern	2.0	1	Handled request from co-advisor concerning Impac loan list and purchase price detail
11/26/2013	Karn S. Chopra	1.0	3	Call with counsel to discuss post-trail submission
11/26/2013	Marc D. Puntus	1.0	3	Call with counsel to discuss post-trail submission
11/26/2013	Ryan Kielty	1.0	3	Call with counsel to discuss post-trail submission
11/25/2013	Jonathan R. Mattern	2.0	3	Follow up call to discuss revised FHA bid
11/25/2013	Jonathan R. Mattern	0.5	12	Call with bidder to discuss next round of diligence
11/25/2013	Karn S. Chopra	2.0	1	Attended final day of confirmation hearing

Detail Report (by Date)

2/24/2014

Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
11/25/2013	Karn S. Chopra	2.0	3	Follow up call to discuss revised FHA bid
11/25/2013	Karn S. Chopra	0.5	12	Call with bidder to discuss next round of diligence
11/25/2013	Marc D. Puntus	2.0	1	Attended final day of confirmation hearing
11/25/2013	Marc D. Puntus	2.0	3	Follow up call to discuss revised FHA bid
11/25/2013	Ryan Kielty	2.0	1	Attended final day of confirmation hearing
11/25/2013	Ryan Kielty	2.0	3	Follow up call to discuss revised FHA bid
11/25/2013	Ryan Kielty	0.5	12	Call with bidder to discuss next round of diligence
11/23/2013	Jonathan R. Mattern	4.0	12	Handled various diligence requests from FHA bidders
11/23/2013	Ryan Kielty	4.0	12	Handled various diligence requests from FHA bidders
11/22/2013	Jonathan R. Mattern	2.5	2	Multiple calls with Debtors' Estate regarding Walter true-up
11/22/2013	Jonathan R. Mattern	1.0	3	Call with UCC advisors to discuss next steps in FHA sale process
11/22/2013	Jonathan R. Mattern	2.5	12	Handled various diligence requests from FHA bidders
11/22/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss next steps in FHA sale process
11/22/2013	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss next steps in FHA sale process
11/22/2013	Ryan Kielty	2.5	2	Multiple calls with Debtors' Estate regarding Walter true-up
11/22/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss next steps in FHA sale process
11/22/2013	Ryan Kielty	2.5	12	Handled various diligence requests from FHA bidders
11/21/2013	Jonathan R. Mattern	1.5	4	Call with Debtors to discuss next steps in FHA sale process
11/21/2013	Jonathan R. Mattern	0.5	12	Call with bidder to discuss revised bid
11/21/2013	Karn S. Chopra	1.5	4	Call with Debtors to discuss next steps in FHA sale process
11/21/2013	Karn S. Chopra	0.5	12	Call with bidder to discuss revised bid
11/21/2013	Karn S. Chopra	4.0	12	Various diligence meetings with FHA bidders
11/21/2013	Marc D. Puntus	1.5	4	Call with Debtors to discuss next steps in FHA sale process
11/21/2013	Ryan Kielty	1.5	4	Call with Debtors to discuss next steps in FHA sale process
11/21/2013	Ryan Kielty	0.5	12	Call with bidder to discuss revised bid
11/21/2013	Ryan Kielty	4.0	12	Various diligence meetings with FHA bidders
11/20/2013	Jonathan R. Mattern	2.5	1	Attended confirmation hearing
11/20/2013	Karn S. Chopra	2.5	1	Attended confirmation hearing
11/20/2013	Marc D. Puntus	2.5	1	Attended confirmation hearing
11/20/2013	Ryan Kielty	2.5	1	Attended confirmation hearing
11/19/2013	Jonathan R. Mattern	8.0	1	Attended confirmation hearing
11/19/2013	Jonathan R. Mattern	1.0	1	Compiled Ocwen purchase price and true-up schedules for co-advisor
11/19/2013	Jonathan R. Mattern	2.0	2	Walter True-up reconciliation work

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Date	Name	Hours	Legend #	Description
11/19/2013	Karn S. Chopra	8.0	1	Attended confirmation hearing
11/19/2013	Marc D. Puntus	8.0	1	Attended confirmation hearing
11/19/2013	Ryan Kielty	8.0	1	Attended confirmation hearing
11/18/2013	Karn S. Chopra	4.5	6	Attended various meetings in preparation for confirmation hearing
11/18/2013	Marc D. Puntus	4.5	6	Attended various meetings in preparation for confirmation hearing
11/18/2013	Ryan Kielty	4.5	6	Attended various meetings in preparation for confirmation hearing
11/15/2013	Jonathan R. Mattern	3.0	12	Assisted Debtors with various FHA diligence requests
11/15/2013	Karn S. Chopra	1.5	4	Participated in board meeting
11/15/2013	Marc D. Puntus	1.5	4	Participated in board meeting
11/15/2013	Ryan Kielty	1.5	4	Participated in board meeting
11/15/2013	Ryan Kielty	3.0	12	Assisted Debtors with various FHA diligence requests
11/14/2013	Jonathan R. Mattern	1.0	12	Diligence call with bidder to discuss FHA corporate advances
11/14/2013	Karn S. Chopra	2.0	4	Prepared materials for board presentation
11/14/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
11/14/2013	Karn S. Chopra	1.0	12	Diligence call with bidder to discuss FHA corporate advances
11/14/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
11/14/2013	Ryan Kielty	2.0	4	Prepared materials for board presentation
11/14/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
11/14/2013	Ryan Kielty	1.0	12	Diligence call with bidder to discuss FHA corporate advances
11/13/2013	Jonathan R. Mattern	3.5	2	Walter True-up reconciliation work
11/13/2013	Jonathan R. Mattern	1.5	12	Reviewed Collateral Exceptions reports and other FHA diligence materials
11/13/2013	Karn S. Chopra	4.0	4	Multiple calls with Debtors to discuss issues related to confirmation hearing
11/13/2013	Marc D. Puntus	4.0	4	Multiple calls with Debtors to discuss issues related to confirmation hearing
11/13/2013	Ryan Kielty	4.0	4	Multiple calls with Debtors to discuss issues related to confirmation hearing
11/13/2013	Ryan Kielty	1.5	12	Reviewed Collateral Exceptions reports and other FHA diligence materials
11/12/2013	Jonathan R. Mattern	2.0	4	Call with Debtors to discuss diligence materials for FHA sale
11/12/2013	Jonathan R. Mattern	1.0	4	Regular update call with Debtor and advisors
11/12/2013	Jonathan R. Mattern	3.0	12	Diligence call with bidder to discuss FHA accrued interest
11/12/2013	Karn S. Chopra	2.0	4	Call with Debtors to discuss diligence materials for FHA sale
11/12/2013	Karn S. Chopra	1.0	4	Regular update call with Debtor and advisors
11/12/2013	Karn S. Chopra	3.0	12	Diligence call with bidder to discuss FHA accrued interest
11/12/2013	Marc D. Puntus	1.0	4	Regular update call with Debtor and advisors

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Date	Name	Hours	Legend #	Description
11/12/2013	Ryan Kielty	2.0	4	Call with Debtors to discuss diligence materials for FHA sale
11/12/2013	Ryan Kielty	1.0	4	Regular update call with Debtor and advisors
11/12/2013	Ryan Kielty	3.0	12	Diligence call with bidder to discuss FHA accrued interest
11/11/2013	Jonathan R. Mattern	2.0	12	Assisted Debtors' with various FHA diligence requests
11/11/2013	Jonathan R. Mattern	2.5	12	Call with FHA bidders to discuss diligence
11/11/2013	Karn S. Chopra	2.5	12	Call with FHA bidders to discuss diligence
11/11/2013	Ryan Kielty	2.0	12	Assisted Debtors' with various FHA diligence requests
11/11/2013	Ryan Kielty	2.5	12	Call with FHA bidders to discuss diligence
11/08/2013	Jonathan R. Mattern	1.5	6	Revised Collateral valuation comparison slides for submission to Court as follow-up to Closing Arguments
11/08/2013	Jonathan R. Mattern	2.0	12	Call with FHA bidders to discuss next steps
11/08/2013	Jonathan R. Mattern	2.0	12	Prepared FHA loan tapes for bidders
11/08/2013	Karn S. Chopra	2.0	12	Call with FHA bidders to discuss next steps
11/08/2013	Ryan Kielty	2.0	12	Call with FHA bidders to discuss next steps
11/07/2013	Jonathan R. Mattern	1.5	6	Prepared Collateral valuation comparison slides for submission to Court as follow-up to Closing Arguments
11/07/2013	Karn S. Chopra	4.0	3	Attended monthly UCC meeting
11/07/2013	Marc D. Puntus	4.0	3	Attended monthly UCC meeting
11/07/2013	Ryan Kielty	4.0	3	Attended monthly UCC meeting
11/07/2013	Ryan Kielty	1.5	6	Prepared Collateral valuation comparison slides for submission to Court as follow-up to Closing Arguments
11/06/2013	Jonathan R. Mattern	1.0	1	Reviewed 2019 filing for JSNs
11/06/2013	Karn S. Chopra	8.0	1	Attended closing arguments in court
11/06/2013	Karn S. Chopra	1.0	1	Reviewed 2019 filing for JSNs
11/06/2013	Karn S. Chopra	1.0	12	Finalized FHA presentation for UCC
11/06/2013	Marc D. Puntus	8.0	1	Attended closing arguments in court
11/06/2013	Marc D. Puntus	1.0	1	Reviewed 2019 filing for JSNs
11/06/2013	Ryan Kielty	8.0	1	Attended closing arguments in court
11/06/2013	Ryan Kielty	1.0	1	Reviewed 2019 filing for JSNs
11/06/2013	Ryan Kielty	1.0	12	Finalized FHA presentation for UCC
11/05/2013	Jonathan R. Mattern	4.5	6	Prepared JSN Collateral analysis for Closing Arguments
11/05/2013	Karn S. Chopra	6.5	6	Meeting with attorneys to prepare for closing arguments
11/05/2013	Karn S. Chopra	1.0	6	Reviewed JSN Collateral analysis for Closing Arguments
11/05/2013	Marc D. Puntus	6.5	6	Meeting with attorneys to prepare for closing arguments
11/05/2013	Marc D. Puntus	1.0	6	Reviewed JSN Collateral analysis for Closing Arguments

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Date	Name	Hours	Legend #	Description
11/04/2013	Jonathan R. Mattern	1.5	3	Call with UCC advisors regarding FHA presentation
11/04/2013	Jonathan R. Mattern	2.5	6	Worked on slides for Closing Arguments
11/04/2013	Jonathan R. Mattern	3.5	12	Preparation of FHA presentation for UCC
11/04/2013	Karn S. Chopra	1.5	3	Call with UCC advisors regarding FHA presentation
11/04/2013	Karn S. Chopra	1.0	6	Reviewed slides for Closing Arguments
11/04/2013	Karn S. Chopra	3.5	12	Preparation of FHA presentation for UCC
11/04/2013	Marc D. Puntus	1.5	3	Call with UCC advisors regarding FHA presentation
11/04/2013	Marc D. Puntus	1.0	6	Reviewed slides for Closing Arguments
11/04/2013	Ryan Kielty	1.5	3	Call with UCC advisors regarding FHA presentation
11/04/2013	Ryan Kielty	2.5	6	Worked on slides for Closing Arguments
11/04/2013	Ryan Kielty	3.5	12	Preparation of FHA presentation for UCC
11/01/2013	Jonathan R. Mattern	1.5	6	Call with counsel to discuss post-trial submission
11/01/2013	Jonathan R. Mattern	2.5	6	Reviewed post-trial submissions
11/01/2013	Jonathan R. Mattern	3.0	6	Worked on slides for Closing Arguments
11/01/2013	Karn S. Chopra	1.5	6	Call with counsel to discuss post-trial submission
11/01/2013	Karn S. Chopra	2.5	6	Reviewed post-trial submissions
11/01/2013	Marc D. Puntus	1.5	6	Call with counsel to discuss post-trial submission
11/01/2013	Marc D. Puntus	2.5	6	Reviewed post-trial submissions
11/01/2013	Ryan Kielty	1.5	6	Call with counsel to discuss post-trial submission
11/01/2013	Ryan Kielty	2.5	6	Reviewed post-trial submissions
11/01/2013	Ryan Kielty	3.0	6	Worked on slides for Closing Arguments
10/30/2013	Jonathan R. Mattern	4.0	6	Reviewed and provided comments to revised draft of post-trial briefs
10/30/2013	Karn S. Chopra	4.0	6	Reviewed and provided comments to revised draft of post-trial briefs
10/30/2013	Marc D. Puntus	4.0	6	Reviewed and provided comments to revised draft of post-trial briefs
10/30/2013	Ryan Kielty	4.0	6	Reviewed and provided comments to revised draft of post-trial briefs
10/29/2013	Jonathan R. Mattern	4.5	6	Reviewed and provided comments to first draft of post-trial briefs
10/29/2013	Jonathan R. Mattern	2.5	12	Yield analysis on FHA bid pools
10/29/2013	Karn S. Chopra	4.5	6	Reviewed and provided comments to first draft of post-trial briefs
10/29/2013	Karn S. Chopra	0.5	12	Reviewed yeild analysis on FHA bid pools
10/29/2013	Marc D. Puntus	4.5	6	Reviewed and provided comments to first draft of post-trial briefs
10/29/2013	Ryan Kielty	4.5	6	Reviewed and provided comments to first draft of post-trial briefs
10/29/2013	Ryan Kielty	0.5	12	Reviewed yeild analysis on FHA bid pools
10/28/2013	Jonathan R. Mattern	2.0	3	Call with UCC advisors to discuss FHA bid
10/28/2013	Karn S. Chopra	2.0	3	Call with UCC advisors to discuss FHA bid
10/28/2013	Karn S. Chopra	2.5	6	Attended meeting with counsel to discuss post-trial briefing

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Date	Name	Hours	Legend #	Description
10/28/2013	Karn S. Chopra	1.5	11	Internal meeting to discuss post-trial briefing
10/28/2013	Marc D. Puntus	2.5	6	Attended meeting with counsel to discuss post-trail briefing
10/28/2013	Marc D. Puntus	1.5	11	Internal meeting to discuss post-trial briefing
10/28/2013	Ryan Kielty	2.0	3	Call with UCC advisors to discuss FHA bid
10/28/2013	Ryan Kielty	1.5	11	Internal meeting to discuss post-trial briefing
10/25/2013	Jonathan R. Mattern	1.5	6	Research bankruptcy valuation treatises
10/25/2013	Jonathan R. Mattern	1.0	12	Call with FHA bidder to discuss next steps
10/25/2013	Karn S. Chopra	1.0	12	Call with FHA bidder to discuss next steps
10/25/2013	Ryan Kielty	1.5	6	Research bankruptcy valuation treatises
10/25/2013	Ryan Kielty	1.0	12	Call with FHA bidder to discuss next steps
10/24/2013	Jonathan R. Mattern	3.0	6	Research bankruptcy valuation treatises
10/24/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
10/24/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
10/24/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
10/23/2013	Jonathan R. Mattern	3.0	3	Furnish documents and analysis in preparation for FHA diligence discussion with UCC advisors
10/23/2013	Jonathan R. Mattern	1.5	6	Prepared a series of backpocket valuation analyses for JSN trial
10/23/2013	Jonathan R. Mattern	1.0	12	Prepared FHA recovery model for review by the Debtors
10/23/2013	Karn S. Chopra	6.5	6	Attended JSN trial
10/23/2013	Marc D. Puntus	6.5	6	Attended JSN trial
10/23/2013	Ryan Kielty	3.0	3	Furnish documents and analysis in preparation for FHA diligence discussion with UCC advisors
10/22/2013	Jonathan R. Mattern	2.0	3	FHA diligence requests for UCC advisors
10/22/2013	Karn S. Chopra	8.0	6	Attended JSN trial
10/22/2013	Marc D. Puntus	8.0	6	Attended JSN trial
10/22/2013	Ryan Kielty	2.0	3	FHA diligence requests for UCC advisors
10/21/2013	Jonathan R. Mattern	6.0	6	Reviewed additional expert reports from JSNs
10/21/2013	Karn S. Chopra	2.5	6	Call with counsel to discuss cross examination outlines
10/21/2013	Karn S. Chopra	6.0	6	Reviewed additional expert reports from JSNs
10/21/2013	Marc D. Puntus	6.0	6	Reviewed additional expert reports from JSNs
10/21/2013	Ryan Kielty	6.0	6	Reviewed additional expert reports from JSNs
10/20/2013	Karn S. Chopra	3.5	6	Attended meeting to prepare for cross-examination
10/20/2013	Marc D. Puntus	3.5	6	Attended meeting to prepare for cross-examination
10/20/2013	Ryan Kielty	3.5	6	Attended meeting to prepare for cross-examination
10/18/2013	Jonathan R. Mattern	1.5	4	Participated in board meeting
10/18/2013	Jonathan R. Mattern	1.5	6	Call with counsel to prepare for Houlihan testimony
10/18/2013	Karn S. Chopra	1.5	4	Participated in board meeting
10/18/2013	Karn S. Chopra	1.0	6	Attended JSN trial

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Date	Name	Hours	Legend #	Description
10/18/2013	Karn S. Chopra	1.5	6	Call with counsel to prepare for Houlihan testimony
10/18/2013	Marc D. Puntus	1.5	4	Participated in board meeting
10/18/2013	Marc D. Puntus	1.0	6	Attended JSN trial
10/18/2013	Marc D. Puntus	1.5	6	Call with counsel to prepare for Houlihan testimony
10/18/2013	Ryan Kielty	1.5	4	Participated in board meeting
10/18/2013	Ryan Kielty	1.5	6	Call with counsel to prepare for Houlihan testimony
10/17/2013	Jonathan R. Mattern	3.5	12	Continued to work on revised FHA bid analysis
10/17/2013	Karn S. Chopra	2.5	6	Attended JSN trial
10/17/2013	Karn S. Chopra	2.0	12	Prepared presentation on FHA pool bid for board of directors
10/17/2013	Marc D. Puntus	2.5	6	Attended JSN trial
10/17/2013	Marc D. Puntus	2.0	12	Prepared presentation on FHA pool bid for board of directors
10/17/2013	Ryan Kielty	2.0	12	Prepared presentation on FHA pool bid for board of directors
10/16/2013	Karn S. Chopra	5.0	6	Prepared for and attended JSN trial
10/16/2013	Marc D. Puntus	5.0	6	Prepared for and attended JSN trial
10/15/2013	Karn S. Chopra	7.5	6	Prepared for and attended JSN trial
10/15/2013	Marc D. Puntus	7.5	6	Prepared for and attended JSN trial
10/14/2013	Jonathan R. Mattern	4.5	6	Attended Puntus's trial preparation
10/14/2013	Karn S. Chopra	4.5	6	Attended Puntus's trial preparation
10/14/2013	Karn S. Chopra	6.5	6	Meeting with counsel to prepare for trial
10/14/2013	Marc D. Puntus	4.5	6	Attended Puntus's trial preparation
10/14/2013	Marc D. Puntus	6.5	6	Meeting with counsel to prepare for trial
10/14/2013	Ryan Kielty	4.5	6	Attended Puntus's trial preparation
10/11/2013	Jonathan R. Mattern	1.5	12	Prepared revised FHA bid analysis
10/11/2013	Karn S. Chopra	3.5	6	Attended John Taylor deposition
10/11/2013	Ryan Kielty	1.5	12	Prepared revised FHA bid analysis
10/10/2013	Jonathan R. Mattern	1.0	12	FHA update call with interested bidder
10/10/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
10/10/2013	Karn S. Chopra	6.0	6	Attended Michael Fazio deposition
10/10/2013	Karn S. Chopra	1.0	12	FHA update call with interested bidder
10/10/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
10/10/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
10/10/2013	Ryan Kielty	6.0	6	Attended Michael Fazio deposition
10/09/2013	Jonathan R. Mattern	1.5	3	Call with UCC advisors to discuss Syncora settlement proposal
10/09/2013	Jonathan R. Mattern	0.5	4	Call with counsel and Debtor to discuss Syncora settlement proposal
10/09/2013	Jonathan R. Mattern	3.5	6	Meeting with counsel to discuss quesitons for Fazio deposition
10/09/2013	Jonathan R. Mattern	2.5	6	Prepared analyses in preparation for JSN trial
10/09/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss Syncora settlement proposal

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Date	Name	Hours	Legend #	Description
10/09/2013	Karn S. Chopra	0.5	4	Call with counsel and Debtor to discuss Syncora settlement proposal
10/09/2013	Karn S. Chopra	3.5	6	Meeting with counsel to discuss quesitons for Fazio deposition
10/09/2013	Marc D. Puntus	1.5	3	Call with UCC advisors to discuss Syncora settlement proposal
10/09/2013	Marc D. Puntus	0.5	4	Call with counsel and Debtor to discuss Syncora settlement proposal
10/09/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss Syncora settlement proposal
10/09/2013	Ryan Kielty	0.5	4	Call with counsel and Debtor to discuss Syncora settlement proposal
10/09/2013	Ryan Kielty	4.0	6	Attended Eric Jefferey Levine deposition
10/09/2013	Ryan Kielty	3.5	6	Meeting with counsel to discuss quesitons for Fazio deposition
10/08/2013	Jonathan R. Mattern	1.0	6	Revised Puntus's declaration
10/08/2013	Jonathan R. Mattern	1.0	12	FHA update call
10/08/2013	Jonathan R. Mattern	2.0	12	Worked on FHA update slides
10/08/2013	Karn S. Chopra	9.5	6	Attended Puntus's deposition
10/08/2013	Karn S. Chopra	1.0	12	FHA update call
10/08/2013	Marc D. Puntus	9.5	6	Attended Puntus's deposition
10/08/2013	Ryan Kielty	9.5	6	Attended Puntus's deposition
10/08/2013	Ryan Kielty	1.0	6	Revised Puntus's declaration
10/08/2013	Ryan Kielty	1.0	12	FHA update call
10/08/2013	Ryan Kielty	2.0	12	Worked on FHA update slides
10/07/2013	Jonathan R. Mattern	2.5	6	Attended follow-up Puntus deposition preparation
10/07/2013	Jonathan R. Mattern	2.5	6	Revised Puntus's declaration
10/07/2013	Jonathan R. Mattern	2.0	6	Worked on analyses to rebut Houlihan reports
10/07/2013	Karn S. Chopra	5.0	6	Attended Eric Seigert deposition
10/07/2013	Karn S. Chopra	2.5	6	Attended follow-up Puntus deposition preparation
10/07/2013	Marc D. Puntus	2.5	6	Attended follow-up Puntus deposition preparation
10/06/2013	Jonathan R. Mattern	2.0	6	Call with counsel to discuss potential quesitons for Houlihan depositions
10/06/2013	Jonathan R. Mattern	5.5	6	Reviewed Houlihan reports and prepared for Houlihan's depositions
10/06/2013	Jonathan R. Mattern	4.5	6	Worked on analyses to rebut Houlihan reports
10/06/2013	Karn S. Chopra	2.0	6	Call with counsel to discuss potential quesitons for Houlihan depositions
10/06/2013	Karn S. Chopra	5.5	6	Reviewed Houlihan reports and prepared for Houlihan's depositions
10/06/2013	Marc D. Puntus	2.0	6	Call with counsel to discuss potential quesitons for Houlihan depositions
10/06/2013	Marc D. Puntus	5.5	6	Reviewed Houlihan reports and prepared for Houlihan's depositions
10/06/2013	Ryan Kielty	2.0	6	Call with counsel to discuss potential quesitons for Houlihan depositions
10/06/2013	Ryan Kielty	5.5	6	Reviewed Houlihan reports and prepared for Houlihan's depositions

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Date	Name	Hours	Legend #	Description
10/05/2013	Karn S. Chopra	1.5	6	Call with counsel to discuss Puntus's deposition
10/05/2013	Marc D. Puntus	1.5	6	Call with counsel to discuss Puntus's deposition
10/05/2013	Ryan Kielty	1.5	6	Call with counsel to discuss Puntus's deposition
10/04/2013	Jonathan R. Mattern	3.0	1	Reviewed Houlihan data submissions
10/04/2013	Jonathan R. Mattern	9.0	6	Attended Puntus deposition preparation session
10/04/2013	Jonathan R. Mattern	1.5	6	Revised Puntus's declaration
10/04/2013	Jonathan R. Mattern	2.0	6	Worked on Puntus Rebuttal Report
10/04/2013	Karn S. Chopra	9.0	6	Attended Puntus deposition preparation session
10/04/2013	Marc D. Puntus	9.0	6	Attended Puntus deposition preparation session
10/04/2013	Ryan Kielty	9.0	6	Attended Puntus deposition preparation session
10/03/2013	Jonathan R. Mattern	1.0	6	Call with counsel to discuss Puntus's declaration
10/03/2013	Jonathan R. Mattern	4.5	6	Revised Puntus's declaration
10/03/2013	Jonathan R. Mattern	3.0	6	Worked on Puntus Rebuttal Report
10/03/2013	Karn S. Chopra	1.0	6	Call with counsel to discuss Puntus's declaration
10/03/2013	Karn S. Chopra	4.5	6	Revised Puntus's declaration
10/03/2013	Marc D. Puntus	1.0	6	Call with counsel to discuss Puntus's declaration
10/03/2013	Marc D. Puntus	4.5	6	Revised Puntus's declaration
10/03/2013	Ryan Kielty	1.0	6	Call with counsel to discuss Puntus's declaration
10/03/2013	Ryan Kielty	4.5	6	Revised Puntus's declaration
10/02/2013	Jonathan R. Mattern	3.0	3	Attended UCC meeting
10/02/2013	Jonathan R. Mattern	3.0	6	Prepare materials for Puntus's deposition
10/02/2013	Jonathan R. Mattern	3.0	6	Revised rebuttal analyses
10/02/2013	Jonathan R. Mattern	0.5	12	Call with bidder to discuss UCC reaction to bid
10/02/2013	Karn S. Chopra	3.0	3	Attended UCC meeting
10/02/2013	Karn S. Chopra	3.0	6	Prepare materials for Puntus's deposition
10/02/2013	Karn S. Chopra	0.5	12	Call with bidder to discuss UCC reaction to bid
10/02/2013	Marc D. Puntus	3.0	3	Attended UCC meeting
10/02/2013	Marc D. Puntus	3.0	6	Prepare materials for Puntus's deposition
10/02/2013	Ryan Kielty	3.0	3	Attended UCC meeting
10/02/2013	Ryan Kielty	3.0	6	Prepare materials for Puntus's deposition
10/02/2013	Ryan Kielty	0.5	12	Call with bidder to discuss UCC reaction to bid
10/01/2013	Jonathan R. Mattern	2.5	3	Prepared slides for UCC Meeting
10/01/2013	Jonathan R. Mattern	2.0	6	Call with counsel to discuss Houlihan expert reports
10/01/2013	Jonathan R. Mattern	1.0	6	Call with third-party accountants regarding goodwill in MSR transactions
10/01/2013	Jonathan R. Mattern	3.5	6	Performed analyses on FHA/VA recoveries and advances runoff for purpose of rebutting Houlihan reports
10/01/2013	Karn S. Chopra	2.5	3	Prepared slides for UCC Meeting
10/01/2013	Karn S. Chopra	2.0	6	Call with counsel to discuss Houlihan expert reports
10/01/2013	Karn S. Chopra	1.5	12	Call with Debtor to discuss revised MLPISA
10/01/2013	Marc D. Puntus	2.0	6	Call with counsel to discuss Houlihan expert reports
10/01/2013	Ryan Kielty	2.5	3	Prepared slides for UCC Meeting

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Date	Name	Hours	Legend #	Description
10/01/2013	Ryan Kielty	2.0	6	Call with counsel to discuss Houlihan expert reports
10/01/2013	Ryan Kielty	1.0	6	Call with third-party accountants regarding goodwill in MSR transactions
10/01/2013	Ryan Kielty	1.5	12	Call with Debtor to discuss revised MLPISA
09/30/2013	Jonathan R. Mattern	4.0	6	Call with counsel about draft Puntus Rebuttal Report
09/30/2013	Jonathan R. Mattern	1.5	6	Call with FTI regarding rebuttal reports
09/30/2013	Karn S. Chopra	4.0	6	Call with counsel about draft Puntus Rebuttal Report
09/30/2013	Karn S. Chopra	1.5	6	Call with FTI regarding rebuttal reports
09/30/2013	Marc D. Puntus	4.0	6	Call with counsel about draft Puntus Rebuttal Report
09/30/2013	Ryan Kielty	4.0	6	Call with counsel about draft Puntus Rebuttal Report
09/30/2013	Ryan Kielty	1.5	6	Call with FTI regarding rebuttal reports
09/28/2013	Jonathan R. Mattern	2.5	6	Call with counsel to discuss JSN expert reports
09/28/2013	Karn S. Chopra	2.5	6	Call with counsel to discuss JSN expert reports
09/28/2013	Marc D. Puntus	2.5	6	Call with counsel to discuss JSN expert reports
09/28/2013	Ryan Kielty	2.5	6	Call with counsel to discuss JSN expert reports
09/27/2013	Jonathan R. Mattern	2.5	6	Updated slides for Puntus Rebuttal Report
09/27/2013	Karn S. Chopra	2.5	6	Updated slides for Puntus Rebuttal Report
09/27/2013	Ryan Kielty	2.5	6	Updated slides for Puntus Rebuttal Report
09/26/2013	Jonathan R. Mattern	3.0	6	Call with counsel to discuss preliminary draft of Puntus Rebuttal Report
09/26/2013	Jonathan R. Mattern	2.0	6	Worked on Puntus Rebuttal Report
09/26/2013	Karn S. Chopra	3.0	6	Call with counsel to discuss preliminary draft of Puntus Rebuttal Report
09/26/2013	Marc D. Puntus	3.0	6	Call with counsel to discuss preliminary draft of Puntus Rebuttal Report
09/26/2013	Ryan Kielty	3.0	6	Call with counsel to discuss preliminary draft of Puntus Rebuttal Report
09/25/2013	Jonathan R. Mattern	4.0	6	Drafted slides for Puntus Rebuttal Report
09/25/2013	Jonathan R. Mattern	3.5	6	Internal meeting to discuss Puntus Rebuttal Report
09/25/2013	Karn S. Chopra	4.0	6	Drafted slides for Puntus Rebuttal Report
09/25/2013	Karn S. Chopra	3.5	6	Internal meeting to discuss Puntus Rebuttal Report
09/25/2013	Marc D. Puntus	3.5	6	Internal meeting to discuss Puntus Rebuttal Report
09/25/2013	Ryan Kielty	3.5	6	Internal meeting to discuss Puntus Rebuttal Report
09/24/2013	Jonathan R. Mattern	3.0	2	Prepared diligence requests for APA/sale items
09/24/2013	Jonathan R. Mattern	5.5	6	Group meeting with counsel to discuss JSN expert reports
09/24/2013	Jonathan R. Mattern	1.0	6	Prepared diligence requests for Puntus Expert Report
09/24/2013	Jonathan R. Mattern	3.0	6	Worked on Puntus Rebuttal Report

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Date	Name	Hours	Legend #	Description
09/24/2013	Karn S. Chopra	5.5	6	Group meeting with counsel to discuss JSN expert reports
09/24/2013	Karn S. Chopra	1.0	12	Call to discuss reconciliation of accrued interest
09/24/2013	Karn S. Chopra	1.0	12	Call with bidder to discuss mark-up of MLPISA
09/24/2013	Marc D. Puntus	5.5	6	Group meeting with counsel to discuss JSN expert reports
09/23/2013	Jonathan R. Mattern	1.0	2	Prepared illustrative Ambac cure objection sale purchase price analysis for counsel and Ambac
09/23/2013	Jonathan R. Mattern	6.0	6	Internal meeting to discuss JSN expert reports
09/23/2013	Jonathan R. Mattern	4.5	6	Prepared presentation on JSN expert reports
09/23/2013	Karn S. Chopra	6.0	6	Internal meeting to discuss JSN expert reports
09/23/2013	Karn S. Chopra	4.5	6	Prepared presentation on JSN expert reports
09/23/2013	Marc D. Puntus	6.0	6	Internal meeting to discuss JSN expert reports
09/23/2013	Ryan Kielty	6.0	6	Internal meeting to discuss JSN expert reports
09/21/2013	Jonathan R. Mattern	9.0	6	Read and took notes on JSN expert reports
09/21/2013	Karn S. Chopra	9.0	6	Read and took notes on JSN expert reports
09/21/2013	Ryan Kielty	9.0	6	Read and took notes on JSN expert reports
09/20/2013	Jonathan R. Mattern	1.5	6	Call with counsel to discuss RAHI liabilities
09/20/2013	Jonathan R. Mattern	3.5	6	Worked on Puntus Expert Report
09/20/2013	Jonathan R. Mattern	1.5	12	Call with bidder to discuss their revised bid on accrued interest
09/20/2013	Karn S. Chopra	1.5	6	Call with counsel to discuss RAHI liabilities
09/20/2013	Karn S. Chopra	1.5	12	Call with bidder to discuss their revised bid on accrued interest
09/20/2013	Karn S. Chopra	2.0	12	Call with Debtors to discuss next steps in sale process
09/20/2013	Marc D. Puntus	2.0	12	Call with Debtors to discuss next steps in sale process
09/19/2013	Jonathan R. Mattern	5.0	6	Worked on Puntus Expert Report
09/19/2013	Karn S. Chopra	1.0	4	Regular update call with Debtor and advisors
09/19/2013	Karn S. Chopra	1.0	12	Call with counsel to discuss next steps in sale process
09/19/2013	Marc D. Puntus	1.0	4	Regular update call with Debtor and advisors
09/19/2013	Marc D. Puntus	1.0	12	Call with counsel to discuss next steps in sale process
09/18/2013	Jonathan R. Mattern	1.0	2	Walter true-up call
09/18/2013	Jonathan R. Mattern	6.0	6	Worked on Puntus Expert Report
09/18/2013	Karn S. Chopra	5.0	6	Meeting to help prepare witnesses for testimony
09/18/2013	Karn S. Chopra	2.5	12	Call with bidder to discuss mark-up of MLPISA
09/18/2013	Marc D. Puntus	5.0	6	Meeting to help prepare witnesses for testimony
09/18/2013	Marc D. Puntus	2.5	12	Call with bidder to discuss mark-up of MLPISA
09/18/2013	Ryan Kielty	1.0	2	Walter true-up call
09/18/2013	Ryan Kielty	6.0	6	Worked on Puntus Expert Report
09/17/2013	Jonathan R. Mattern	5.0	6	Worked on Puntus Expert Report
09/17/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
09/17/2013	Karn S. Chopra	2.0	6	Call to discuss upcoming depositions and prepare witnesses

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Date	Name	Hours	Legend #	Description
09/17/2013	Karn S. Chopra	1.0	12	Call with counsel to discuss our mark-up of MLPISA
09/17/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
09/17/2013	Marc D. Puntus	2.0	6	Call to discuss upcoming depositions and prepare witnesses
09/17/2013	Marc D. Puntus	1.0	12	Call with counsel to discuss our mark-up of MLPISA
09/17/2013	Ryan Kielty	5.0	6	Worked on Puntus Expert Report
09/16/2013	Jonathan R. Mattern	4.0	6	Internal meeting to finalize Puntus Expert Report
09/16/2013	Jonathan R. Mattern	3.0	6	Worked on Puntus Expert Report
09/16/2013	Karn S. Chopra	4.0	6	Internal meeting to finalize Puntus Expert Report
09/16/2013	Marc D. Puntus	4.0	6	Internal meeting to finalize Puntus Expert Report
09/16/2013	Ryan Kielty	3.0	6	Worked on Puntus Expert Report
09/13/2013	Jonathan R. Mattern	4.0	6	Worked on Puntus Expert Report
09/13/2013	Karn S. Chopra	2.0	6	Updated RMBS analysis for Puntus Expert Report
09/13/2013	Ryan Kielty	2.0	6	Updated RMBS analysis for Puntus Expert Report
09/13/2013	Ryan Kielty	4.0	6	Worked on Puntus Expert Report
09/12/2013	Jonathan R. Mattern	1.5	2	Participated in Walter true-up call
09/12/2013	Jonathan R. Mattern	1.0	2	Prepared for Walter true-up call
09/12/2013	Jonathan R. Mattern	1.0	6	Call with the Debtors re: Servicing transfer fees for the Puntus Expert Report
09/12/2013	Jonathan R. Mattern	8.0	6	Worked on Puntus Expert Report
09/12/2013	Karn S. Chopra	1.5	2	Participated in Walter true-up call
09/12/2013	Karn S. Chopra	1.0	2	Prepared for Walter true-up call
09/12/2013	Karn S. Chopra	1.0	4	Regular update call with Debtor and advisors
09/12/2013	Marc D. Puntus	1.0	4	Regular update call with Debtor and advisors
09/12/2013	Ryan Kielty	1.5	2	Participated in Walter true-up call
09/12/2013	Ryan Kielty	1.0	2	Prepared for Walter true-up call
09/12/2013	Ryan Kielty	1.0	4	Regular update call with Debtor and advisors
09/12/2013	Ryan Kielty	1.0	6	Call with the Debtors re: Servicing transfer fees for the Puntus Expert Report
09/11/2013	Jonathan R. Mattern	1.5	2	Walter true-up call
09/11/2013	Jonathan R. Mattern	3.0	6	Worked on Puntus Expert Report
09/11/2013	Karn S. Chopra	3.5	3	Attended UCC meeting
09/11/2013	Karn S. Chopra	3.0	6	Reviewed latest draft of Puntus Expert Report
09/11/2013	Marc D. Puntus	3.5	3	Attended UCC meeting
09/11/2013	Marc D. Puntus	3.0	6	Reviewed latest draft of Puntus Expert Report
09/11/2013	Ryan Kielty	1.5	2	Walter true-up call
09/11/2013	Ryan Kielty	3.5	3	Attended UCC meeting
09/10/2013	Jonathan R. Mattern	2.5	3	Prepare slides for UCC meeting
09/10/2013	Jonathan R. Mattern	2.5	6	Meeting with counsel to discuss Puntus expert report
09/10/2013	Jonathan R. Mattern	2.5	6	Worked on Puntus Expert Report
09/10/2013	Karn S. Chopra	2.5	3	Prepare slides for UCC meeting
09/10/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors

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Date	Name	Hours	Legend #	Description
09/10/2013	Karn S. Chopra	4.5	6	Meeting to help prepare witnesses for testimony
09/10/2013	Karn S. Chopra	2.5	6	Meeting with counsel to discuss Puntus expert report
09/10/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
09/10/2013	Marc D. Puntus	4.5	6	Meeting to help prepare witnesses for testimony
09/10/2013	Marc D. Puntus	2.5	6	Meeting with counsel to discuss Puntus expert report
09/10/2013	Ryan Kielty	0.5	2	Assisted Ambac with purchase price calculation for cure objection sale
09/10/2013	Ryan Kielty	1.5	2	Walter true-up work
09/10/2013	Ryan Kielty	2.5	3	Prepare slides for UCC meeting
09/10/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
09/10/2013	Ryan Kielty	2.5	6	Meeting with counsel to discuss Puntus expert report
09/09/2013	Jonathan R. Mattern	1.0	6	Internal meeting to discuss thoughts on model support Puntus Expert Report
09/09/2013	Jonathan R. Mattern	1.0	6	Worked on Puntus Expert Report
09/09/2013	Karn S. Chopra	1.0	6	Internal meeting to discuss thoughts on model support Puntus Expert Report
09/09/2013	Karn S. Chopra	5.5	6	Review model supporting Puntus Expert Report
09/09/2013	Marc D. Puntus	1.0	6	Internal meeting to discuss thoughts on model support Puntus Expert Report
09/09/2013	Ryan Kielty	1.0	6	Internal meeting to discuss thoughts on model support Puntus Expert Report
09/09/2013	Ryan Kielty	5.5	6	Review model supporting Puntus Expert Report
09/07/2013	Jonathan R. Mattern	1.0	2	Reviewed schedules and loan files for Walter true-up
09/07/2013	Jonathan R. Mattern	1.0	6	Revised analysis concerning JSN advances and yields to buyers
09/07/2013	Jonathan R. Mattern	0.5	12	Call with bidder to discuss FHA corporate advances
09/07/2013	Karn S. Chopra	0.5	12	Call with bidder to discuss FHA corporate advances
09/07/2013	Ryan Kielty	1.0	2	Reviewed schedules and loan files for Walter true-up
09/07/2013	Ryan Kielty	1.0	6	Revised analysis concerning JSN advances and yields to buyers
09/07/2013	Ryan Kielty	0.5	12	Call with bidder to discuss FHA corporate advances
09/06/2013	Jonathan R. Mattern	1.5	4	Participated in board meeting
09/06/2013	Jonathan R. Mattern	1.0	6	Prepared analysis concerning JSN advances and yields to buyers
09/06/2013	Jonathan R. Mattern	2.5	6	Worked on Puntus Expert Report
09/06/2013	Jonathan R. Mattern	0.5	12	Call with bidder to discuss FHA servicing advances
09/06/2013	Karn S. Chopra	1.5	4	Participated in board meeting
09/06/2013	Karn S. Chopra	1.0	4	Prepared slides for Board meeting
09/06/2013	Karn S. Chopra	0.5	12	Call with bidder to discuss FHA servicing advances

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09/06/2013	Marc D. Puntus	1.5	4	Participated in board meeting
09/06/2013	Ryan Kielty	1.5	4	Participated in board meeting
09/06/2013	Ryan Kielty	0.5	12	Call with bidder to discuss FHA servicing advances
09/05/2013	Jonathan R. Mattern	1.0	2	Walter true-up call
09/05/2013	Jonathan R. Mattern	2.0	6	Updated Puntus expert report for changes suggested at internal meeting
09/05/2013	Jonathan R. Mattern	2.5	12	Call with Debtors to discuss FHA servicing advances
09/05/2013	Karn S. Chopra	2.0	6	Updated Puntus expert report for changes suggested at internal meeting
09/05/2013	Karn S. Chopra	2.5	12	Call with Debtors to discuss FHA servicing advances
09/05/2013	Ryan Kielty	1.0	2	Walter true-up call
09/05/2013	Ryan Kielty	2.0	6	Updated Puntus expert report for changes suggested at internal meeting
09/05/2013	Ryan Kielty	2.5	12	Call with Debtors to discuss FHA servicing advances
09/04/2013	Jonathan R. Mattern	4.5	6	Internal meeting to discuss Puntus expert report
09/04/2013	Karn S. Chopra	4.5	6	Internal meeting to discuss Puntus expert report
09/04/2013	Karn S. Chopra	2.0	12	Call with counsel to discuss draft MLPISA and servicing advances
09/04/2013	Marc D. Puntus	4.5	6	Internal meeting to discuss Puntus expert report
09/04/2013	Marc D. Puntus	2.0	12	Call with counsel to discuss draft MLPISA and servicing advances
09/04/2013	Ryan Kielty	4.5	6	Internal meeting to discuss Puntus expert report
09/04/2013	Ryan Kielty	2.0	12	Call with counsel to discuss draft MLPISA and servicing advances
09/03/2013	Jonathan R. Mattern	2.0	6	Worked on Puntus Expert Report
09/03/2013	Karn S. Chopra	1.5	4	Regular update call with Debtor and advisors
09/03/2013	Karn S. Chopra	3.5	6	Read JSN hearing transcript
09/03/2013	Karn S. Chopra	1.5	11	Call with counsel to discuss implications of JSN hearing
09/03/2013	Marc D. Puntus	1.5	4	Regular update call with Debtor and advisors
09/03/2013	Marc D. Puntus	3.5	6	Read JSN hearing transcript
09/03/2013	Marc D. Puntus	1.5	11	Call with counsel to discuss implications of JSN hearing
09/03/2013	Ryan Kielty	1.5	4	Regular update call with Debtor and advisors
09/03/2013	Ryan Kielty	3.5	6	Read JSN hearing transcript
09/03/2013	Ryan Kielty	2.0	6	Worked on Puntus Expert Report
09/03/2013	Ryan Kielty	1.5	11	Call with counsel to discuss implications of JSN hearing
08/30/2013	Jonathan R. Mattern	4.5	6	Internal meeting to discuss run-off assumptions and RMBS set-off in Puntus expert report
08/30/2013	Karn S. Chopra	4.5	6	Internal meeting to discuss run-off assumptions and RMBS set-off in Puntus expert report
08/30/2013	Marc D. Puntus	4.5	6	Internal meeting to discuss run-off assumptions and RMBS set-off in Puntus expert report

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08/30/2013	Ryan Kielty	4.5	6	Internal meeting to discuss run-off assumptions and RMBS set-off in Puntus expert report
08/29/2013	Jonathan R. Mattern	1.5	2	Cure objection sale work
08/29/2013	Jonathan R. Mattern	4.0	6	Worked on Puntus Expert Report
08/29/2013	Karn S. Chopra	1.0	4	Regular update call with Debtor and advisors
08/29/2013	Marc D. Puntus	1.0	4	Regular update call with Debtor and advisors
08/29/2013	Ryan Kielty	1.0	4	Regular update call with Debtor and advisors
08/29/2013	Ryan Kielty	4.0	6	Worked on Puntus Expert Report
08/28/2013	Jonathan R. Mattern	3.0	2	Prepared and reviewed pricing of cure objection sale for FGIC deals
08/28/2013	Jonathan R. Mattern	0.5	2	Walter true-up call
08/28/2013	Jonathan R. Mattern	2.5	6	Worked on Puntus Expert Report
08/28/2013	Jonathan R. Mattern	1.5	12	Call with FHA pool bidder about next steps regarding collateral exceptions
08/28/2013	Karn S. Chopra	1.0	12	Call with counsel re: MLPISA issue list
08/28/2013	Karn S. Chopra	1.5	12	Call with FHA pool bidder about next steps regarding collateral exceptions
08/28/2013	Karn S. Chopra	1.0	12	Reviewed counsel's MLPISA issue list
08/28/2013	Karn S. Chopra	1.5	12	Reviwed bidders schedule on collateral exceptions
08/28/2013	Ryan Kielty	2.5	6	Worked on Puntus Expert Report
08/28/2013	Ryan Kielty	1.0	12	Call with counsel re: MLPISA issue list
08/28/2013	Ryan Kielty	1.5	12	Call with FHA pool bidder about next steps regarding collateral exceptions
08/28/2013	Ryan Kielty	1.0	12	Reviewed counsel's MLPISA issue list
08/28/2013	Ryan Kielty	1.5	12	Reviwed bidders schedule on collateral exceptions
08/27/2013	Jonathan R. Mattern	6.0	6	Reviewed precedent expert reports to gather concepts/ideas for the Puntus Expert Report
08/27/2013	Jonathan R. Mattern	3.5	6	Worked on Puntus Expert Report
08/27/2013	Jonathan R. Mattern	2.5	12	Call with FHA pool bidder re: collateral exceptions
08/27/2013	Jonathan R. Mattern	1.0	12	Follow up call with Debtors to discuss collateral exception options
08/27/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
08/27/2013	Karn S. Chopra	2.5	12	Call with FHA pool bidder re: collateral exceptions
08/27/2013	Karn S. Chopra	1.0	12	Follow up call with Debtors to discuss collateral exception options
08/27/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
08/27/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
08/27/2013	Ryan Kielty	2.5	12	Call with FHA pool bidder re: collateral exceptions
08/27/2013	Ryan Kielty	1.0	12	Follow up call with Debtors to discuss collateral exception options
08/26/2013	Jonathan R. Mattern	3.0	3	Worked on Puntus Expert Report
08/26/2013	Karn S. Chopra	3.0	6	Updated Puntus expert report for changes suggested on call with counsel
08/26/2013	Marc D. Puntus	3.0	6	Updated Puntus expert report for changes suggested on call with counsel
08/26/2013	Ryan Kielty	3.0	3	Worked on Puntus Expert Report

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Date	Name	Hours	Legend #	Description
08/26/2013	Ryan Kielty	3.0	6	Updated Puntus expert report for changes suggested on call with counsel
08/23/2013	Jonathan R. Mattern	2.0	4	Participated in board meeting
08/23/2013	Jonathan R. Mattern	4.5	6	Meeting with counsel to discuss Puntus expert report
08/23/2013	Jonathan R. Mattern	5.0	6	Worked on Puntus Expert Report
08/23/2013	Karn S. Chopra	2.0	4	Participated in board meeting
08/23/2013	Karn S. Chopra	4.5	6	Meeting with counsel to discuss Puntus expert report
08/23/2013	Marc D. Puntus	2.0	4	Participated in board meeting
08/23/2013	Marc D. Puntus	4.5	6	Meeting with counsel to discuss Puntus expert report
08/23/2013	Ryan Kielty	2.0	4	Participated in board meeting
08/23/2013	Ryan Kielty	4.5	6	Meeting with counsel to discuss Puntus expert report
08/22/2013	Jonathan R. Mattern	2.0	3	Call with Houlihan regarding petition date asset balances
08/22/2013	Jonathan R. Mattern	1.0	6	Reviewed run-off and cash flow analysis porion of Puntus Expert Report
08/22/2013	Jonathan R. Mattern	6.0	6	Worked on Puntus Expert Report
08/22/2013	Karn S. Chopra	2.0	3	Call with Houlihan regarding petition date asset balances
08/22/2013	Karn S. Chopra	2.5	4	Prepared slides for Board meeting
08/22/2013	Karn S. Chopra	1.5	4	Regular update call with Debtor and advisors
08/22/2013	Karn S. Chopra	3.0	6	Review and comment on latest draft of Puntus Expert Report
08/22/2013	Marc D. Puntus	1.5	4	Regular update call with Debtor and advisors
08/22/2013	Marc D. Puntus	3.0	6	Review and comment on latest draft of Puntus Expert Report
08/22/2013	Ryan Kielty	2.0	3	Call with Houlihan regarding petition date asset balances
08/22/2013	Ryan Kielty	1.5	4	Regular update call with Debtor and advisors
08/22/2013	Ryan Kielty	3.0	6	Review and comment on latest draft of Puntus Expert Report
08/22/2013	Ryan Kielty	1.0	6	Reviewed run-off and cash flow analysis porion of Puntus Expert Report
08/21/2013	Jonathan R. Mattern	6.5	1	Attended Disclosure Statement hearing
08/21/2013	Jonathan R. Mattern	6.5	6	Worked on Puntus Expert Report
08/21/2013	Karn S. Chopra	6.5	1	Attended Disclosure Statement hearing
08/21/2013	Karn S. Chopra	1.5	11	Met with Debtors advisors to prepare for Disclosure Statement hearing
08/21/2013	Marc D. Puntus	6.5	1	Attended Disclosure Statement hearing
08/21/2013	Marc D. Puntus	1.5	11	Met with Debtors advisors to prepare for Disclosure Statement hearing
08/21/2013	Ryan Kielty	6.5	1	Attended Disclosure Statement hearing
08/20/2013	Jonathan R. Mattern	1.5	2	Call with Walter to discuss true up process
08/20/2013	Jonathan R. Mattern	1.5	2	Internal meeting to discuss Walter true up
08/20/2013	Jonathan R. Mattern	0.5	3	Call with UCC re: Walter true up

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Date	Name	Hours	Legend #	Description
08/20/2013	Jonathan R. Mattern	5.5	6	Worked on Puntus Expert Report
08/20/2013	Jonathan R. Mattern	2.5	7	Call with Debtors and advisors to discuss unit distribution in advance of DS hearing
08/20/2013	Karn S. Chopra	1.5	2	Call with Walter to discuss true up process
08/20/2013	Karn S. Chopra	1.5	2	Internal meeting to discuss Walter true up
08/20/2013	Karn S. Chopra	0.5	3	Call with UCC re: Walter true up
08/20/2013	Karn S. Chopra	1.0	4	Regular update call with Debtor and advisors
08/20/2013	Karn S. Chopra	2.5	7	Call with Debtors and advisors to discuss unit distribution in advance of DS hearing
08/20/2013	Karn S. Chopra	1.5	7	Prepared analysis on unit distribution for DS hearing
08/20/2013	Marc D. Puntus	1.5	2	Internal meeting to discuss Walter true up
08/20/2013	Marc D. Puntus	1.0	4	Regular update call with Debtor and advisors
08/20/2013	Ryan Kielty	1.5	2	Call with Walter to discuss true up process
08/20/2013	Ryan Kielty	1.5	2	Internal meeting to discuss Walter true up
08/20/2013	Ryan Kielty	0.5	3	Call with UCC re: Walter true up
08/20/2013	Ryan Kielty	1.0	4	Regular update call with Debtor and advisors
08/20/2013	Ryan Kielty	2.5	7	Call with Debtors and advisors to discuss unit distribution in advance of DS hearing
08/19/2013	Jonathan R. Mattern	1.0	3	Diligence call with Houlihan (JSN advisor)
08/19/2013	Jonathan R. Mattern	6.0	6	Worked on Puntus Expert Report
08/19/2013	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss mark-up of MLPISA
08/19/2013	Karn S. Chopra	1.0	12	Call with bidder to discuss their mark-up to MLPISA
08/19/2013	Karn S. Chopra	2.5	12	Reviewed MLPISA
08/19/2013	Ryan Kielty	0.5	3	Call with UCC advisors to discuss mark-up of MLPISA
08/19/2013	Ryan Kielty	1.0	3	Diligence call with Houlihan (JSN advisor)
08/19/2013	Ryan Kielty	1.0	12	Call with bidder to discuss their mark-up to MLPISA
08/19/2013	Ryan Kielty	2.5	12	Reviewed MLPISA
08/18/2013	Jonathan R. Mattern	2.0	6	Worked on Puntus Expert Report
08/17/2013	Jonathan R. Mattern	4.0	6	Worked on Puntus Expert Report
08/16/2013	Jonathan R. Mattern	1.5	3	Diligence call with Houlihan (JSN advisor)
08/16/2013	Jonathan R. Mattern	3.0	3	Prepared and arranged for transfer of diligence data to Houlihan (JSN advisor)
08/16/2013	Karn S. Chopra	1.5	3	Diligence call with Houlihan (JSN advisor)
08/16/2013	Karn S. Chopra	1.0	12	Call with Debtors to discuss FHA pool accrued interest
08/16/2013	Karn S. Chopra	1.5	12	Prepared presentation outlining Debtors' view of FHA pool accrued interest
08/16/2013	Karn S. Chopra	1.0	12	Reviewed latest analysis of FHA pool accrued interest
08/16/2013	Ryan Kielty	1.5	3	Diligence call with Houlihan (JSN advisor)
08/16/2013	Ryan Kielty	1.0	12	Call with Debtors to discuss FHA pool accrued interest

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Date	Name	Hours	Legend #	Description
08/16/2013	Ryan Kielty	1.5	12	Prepared presentation outlining Debtors' view of FHA pool accrued interest
08/16/2013	Ryan Kielty	1.0	12	Reviewed latest analysis of FHA pool accrued interest
08/15/2013	Jonathan R. Mattern	1.0	2	Finalization of Ocwen true-up schedules
08/15/2013	Jonathan R. Mattern	2.0	3	Responded to various requests from UCC advisors
08/15/2013	Karn S. Chopra	1.5	3	Call with UCC advisors about JSN litigation
08/15/2013	Karn S. Chopra	0.5	4	Follow up call about JSN litigation
08/15/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
08/15/2013	Karn S. Chopra	2.5	6	Reviewed prior presentations and files to inform Puntus expert report
08/15/2013	Marc D. Puntus	1.5	3	Call with UCC advisors about JSN litigation
08/15/2013	Marc D. Puntus	0.5	4	Follow up call about JSN litigation
08/15/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
08/15/2013	Ryan Kielty	1.0	2	Finalization of Ocwen true-up schedules
08/15/2013	Ryan Kielty	1.5	3	Call with UCC advisors about JSN litigation
08/15/2013	Ryan Kielty	0.5	4	Follow up call about JSN litigation
08/15/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
08/14/2013	Jonathan R. Mattern	1.5	2	Ocwen true-up work
08/14/2013	Jonathan R. Mattern	1.0	2	Walter true-up call
08/14/2013	Jonathan R. Mattern	1.0	3	Call with UCC advisors regarding Ocwen/Walter true-ups
08/14/2013	Jonathan R. Mattern	3.5	3	Prepared diligence responses for UCC advisors regarding Ocwen/Walter true-ups
08/14/2013	Jonathan R. Mattern	4.0	6	Worked on Puntus Expert Report
08/14/2013	Jonathan R. Mattern	2.0	12	Call with Debtors regarding FHA loan sale
08/14/2013	Karn S. Chopra	5.5	6	Drafted slides for Puntus expert report
08/14/2013	Karn S. Chopra	2.0	12	Call with Debtors regarding FHA loan sale
08/14/2013	Marc D. Puntus	2.0	12	Call with Debtors regarding FHA loan sale
08/14/2013	Ryan Kielty	1.5	2	Ocwen true-up work
08/14/2013	Ryan Kielty	1.0	2	Walter true-up call
08/14/2013	Ryan Kielty	1.0	3	Call with UCC advisors regarding Ocwen/Walter true-ups
08/14/2013	Ryan Kielty	2.0	12	Call with Debtors regarding FHA loan sale
08/13/2013	Jonathan R. Mattern	1.5	2	Ocwen true-up call
08/13/2013	Jonathan R. Mattern	4.0	2	Ocwen true-up work
08/13/2013	Jonathan R. Mattern	3.0	2	Worked with the Debtors to prepare Ocwen true-up analyses
08/13/2013	Jonathan R. Mattern	0.5	3	Facilitated FHA diligence request for UCC advisors
08/13/2013	Karn S. Chopra	0.5	4	Regular update call with Debtor and advisors
08/13/2013	Karn S. Chopra	1.5	6	Reviewed run-off anlaysis to be included in Puntus expert report
08/13/2013	Karn S. Chopra	1.0	11	Call with counsel to discuss memo on AFI tax benefits
08/13/2013	Karn S. Chopra	3.0	11	Reviwed memo and prepared comments on AFI tax benefits

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Date	Name	Hours	Legend #	Description
08/13/2013	Karn S. Chopra	1.5	12	Call with FHA pool bidder re: accrued interest
08/13/2013	Karn S. Chopra	2.5	12	Reviewed and prepared analysis on FHA accrued interest calculations
08/13/2013	Marc D. Puntus	0.5	4	Regular update call with Debtor and advisors
08/13/2013	Ryan Kielty	1.5	2	Ocwen true-up call
08/13/2013	Ryan Kielty	0.5	4	Regular update call with Debtor and advisors
08/13/2013	Ryan Kielty	1.5	6	Reviewed run-off anlyais to be included in Puntus expert report
08/13/2013	Ryan Kielty	1.0	11	Call with counsel to discuss memo on AFI tax benefits
08/13/2013	Ryan Kielty	3.0	11	Reviwed memo and prepared comments on AFI tax benefits
08/13/2013	Ryan Kielty	1.5	12	Call with FHA pool bidder re: accrued interest
08/13/2013	Ryan Kielty	2.5	12	Reviewed and prepared analysis on FHA accrued interest calculations
08/12/2013	Jonathan R. Mattern	2.0	2	Worked with the Debtors to prepare Ocwen true-up analyses
08/12/2013	Jonathan R. Mattern	2.0	3	Facilitated data request for Houlihan (JSN advisor)
08/12/2013	Jonathan R. Mattern	3.0	6	Worked on Puntus Expert Report
08/09/2013	Jonathan R. Mattern	3.0	3	Call with Houlihan to discuss source materials provided for their expert reports
08/09/2013	Jonathan R. Mattern	2.5	6	Meeting with counsel to discuss Puntus expert report
08/09/2013	Karn S. Chopra	3.0	3	Call with Houlihan to discuss source materials provided for their expert reports
08/09/2013	Karn S. Chopra	2.5	6	Meeting with counsel to discuss Puntus expert report
08/09/2013	Marc D. Puntus	2.5	6	Meeting with counsel to discuss Puntus expert report
08/09/2013	Ryan Kielty	3.0	3	Call with Houlihan to discuss source materials provided for their expert reports
08/08/2013	Jonathan R. Mattern	2.0	6	Reviewed latest draft of Puntus expert report
08/08/2013	Jonathan R. Mattern	1.5	12	Reviewed updated FHA loan tape
08/08/2013	Karn S. Chopra	2.0	6	Reviewed latest draft of Puntus expert report
08/08/2013	Marc D. Puntus	2.0	6	Reviewed latest draft of Puntus expert report
08/08/2013	Ryan Kielty	2.0	6	Reviewed latest draft of Puntus expert report
08/07/2013	Jonathan R. Mattern	1.0	1	Dataroom transfer work
08/07/2013	Jonathan R. Mattern	1.5	4	Call with Debtors advisors to discuss Other Monoline claims
08/07/2013	Jonathan R. Mattern	2.0	7	Reviewed materials prepared on Other Monoline claims
08/07/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss reaction of FHA pool bidder to feedback
08/07/2013	Karn S. Chopra	1.5	4	Call with Debtors advisors to discuss Other Monoline claims
08/07/2013	Karn S. Chopra	2.0	7	Reviewed materials prepared on Other Monoline claims

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Date	Name	Hours	Legend #	Description
08/07/2013	Marc D. Puntus	1.5	4	Call with Debtors advisors to discuss Other Monoline claims
08/07/2013	Marc D. Puntus	2.0	7	Reviewed materials prepared on Other Monoline claims
08/06/2013	Karn S. Chopra	1.0	4	Regular update call with Debtor and advisors
08/06/2013	Marc D. Puntus	1.0	4	Regular update call with Debtor and advisors
08/05/2013	Jonathan R. Mattern	5.0	6	Internal meeting to discuss Puntus expert report
08/05/2013	Karn S. Chopra	5.0	6	Internal meeting to discuss Puntus expert report
08/05/2013	Marc D. Puntus	5.0	6	Internal meeting to discuss Puntus expert report
08/04/2013	Karn S. Chopra	0.5	12	Follow up call with bidder on FHA pool
08/04/2013	Ryan Kielty	0.5	12	Follow up call with bidder on FHA pool
08/02/2013	Jonathan R. Mattern	1.0	2	Walter true-up call
08/02/2013	Jonathan R. Mattern	1.0	12	Internal meeting to discuss FHA bid strategy
08/02/2013	Jonathan R. Mattern	0.5	12	Revised revised FHA bid stratification
08/02/2013	Karn S. Chopra	3.0	12	Call with bidder to discuss UCC feedback, MLPISA comments and next steps
08/02/2013	Karn S. Chopra	0.5	12	Call with counsel to discuss draft MLPISA
08/02/2013	Karn S. Chopra	1.0	12	Internal meeting to discuss FHA bid strategy
08/02/2013	Karn S. Chopra	0.5	12	Revised revised FHA bid stratification
08/02/2013	Marc D. Puntus	1.0	12	Internal meeting to discuss FHA bid strategy
08/02/2013	Marc D. Puntus	0.5	12	Revised revised FHA bid stratification
08/02/2013	Ryan Kielty	1.0	2	Walter true-up call
08/02/2013	Ryan Kielty	3.0	12	Call with bidder to discuss UCC feedback, MLPISA comments and next steps
08/02/2013	Ryan Kielty	0.5	12	Call with counsel to discuss draft MLPISA
08/02/2013	Ryan Kielty	1.0	12	Internal meeting to discuss FHA bid strategy
08/02/2013	Ryan Kielty	0.5	12	Revised revised FHA bid stratification
08/01/2013	Jonathan R. Mattern	3.5	3	Attended UCC update meeting
08/01/2013	Jonathan R. Mattern	2.0	3	Prepared presentation materials for UCC meeting.
08/01/2013	Karn S. Chopra	3.5	3	Attended UCC update meeting
08/01/2013	Karn S. Chopra	1.5	3	Participated in follow-up meetings with UCC advisors re: FHA bid
08/01/2013	Karn S. Chopra	2.0	3	Prepared presentation materials for UCC meeting.
08/01/2013	Karn S. Chopra	2.0	4	Meeting with Debtor to discuss FHA bid and next steps
08/01/2013	Marc D. Puntus	3.5	3	Attended UCC update meeting
08/01/2013	Marc D. Puntus	1.5	3	Participated in follow-up meetings with UCC advisors re: FHA bid
08/01/2013	Marc D. Puntus	2.0	4	Meeting with Debtor to discuss FHA bid and next steps
08/01/2013	Ryan Kielty	3.5	3	Attended UCC update meeting
08/01/2013	Ryan Kielty	1.5	3	Participated in follow-up meetings with UCC advisors re: FHA bid
08/01/2013	Ryan Kielty	2.0	3	Prepared presentation materials for UCC meeting.

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Date	Name	Hours	Legend #	Description
08/01/2013	Ryan Kielty	2.0	4	Meeting with Debtor to discuss FHA bid and next steps
07/30/2013	Jonathan R. Mattern	2.0	11	Prepared backpocket for JSN mediation presentation
07/30/2013	Karn S. Chopra	2.5	1	Attended ResCap hearing
07/30/2013	Karn S. Chopra	5.5	11	Attended JSN mediation session
07/30/2013	Marc D. Puntus	2.5	1	Attended ResCap hearing
07/30/2013	Marc D. Puntus	5.5	11	Attended JSN mediation session
07/30/2013	Ryan Kielty	2.5	1	Attended ResCap hearing
07/30/2013	Ryan Kielty	5.5	11	Attended JSN mediation session
07/29/2013	Jonathan R. Mattern	1.0	2	Walter True-Up call
07/29/2013	Jonathan R. Mattern	3.0	3	Call with UCC advisors to finalize JSN mediation presentation
07/29/2013	Jonathan R. Mattern	1.5	11	Internal meeting to discuss JSN mediation presentation
07/29/2013	Jonathan R. Mattern	4.0	11	Worked on JSN mediation presentation
07/29/2013	Karn S. Chopra	3.0	3	Call with UCC advisors to finalize JSN mediation presentation
07/29/2013	Karn S. Chopra	1.5	11	Internal meeting to discuss JSN mediation presentation
07/29/2013	Marc D. Puntus	3.0	3	Call with UCC advisors to finalize JSN mediation presentation
07/29/2013	Marc D. Puntus	1.5	11	Internal meeting to discuss JSN mediation presentation
07/29/2013	Ryan Kielty	1.0	2	Walter True-Up call
07/29/2013	Ryan Kielty	3.0	3	Call with UCC advisors to finalize JSN mediation presentation
07/29/2013	Ryan Kielty	1.5	11	Internal meeting to discuss JSN mediation presentation
07/29/2013	Ryan Kielty	4.0	11	Worked on JSN mediation presentation
07/28/2013	Jonathan R. Mattern	2.0	6	Worked on analysis underlying JSN expert report
07/28/2013	Karn S. Chopra	2.5	11	Reviewed JSN mediation presentation
07/28/2013	Marc D. Puntus	2.5	11	Reviewed JSN mediation presentation
07/28/2013	Ryan Kielty	2.0	6	Worked on analysis underlying JSN expert report
07/27/2013	Jonathan R. Mattern	0.5	6	Call to discuss comments to revised JSN expert report
07/27/2013	Karn S. Chopra	0.5	6	Call to discuss comments to revised JSN expert report
07/27/2013	Ryan Kielty	0.5	6	Call to discuss comments to revised JSN expert report
07/26/2013	Benjamin H. Weingarten	2.0	2	Various calls to discuss Walter True-Up
07/26/2013	Benjamin H. Weingarten	6.0	6	Worked on analysis underlying JSN expert report
07/26/2013	Jonathan R. Mattern	2.0	2	Various calls to discuss Walter True-Up
07/26/2013	Jonathan R. Mattern	6.0	6	Worked on analysis underlying JSN expert report
07/26/2013	Karn S. Chopra	1.0	4	Call with mgmt to discuss impact of Consent Order/DOJ settlement on monetization of assets
07/26/2013	Marc D. Puntus	1.0	4	Call with mgmt to discuss impact of Consent Order/DOJ settlement on monetization of assets

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Date	Name	Hours	Legend #	Description
07/26/2013	Ryan Kielty	2.0	2	Various calls to discuss Walter True-Up
07/26/2013	Ryan Kielty	1.0	4	Call with mgmt to discuss impact of Consent Order/DOJ settlement on monetization of assets
07/25/2013	Benjamin H. Weingarten	1.0	2	Call with Walter about true up
07/25/2013	Benjamin H. Weingarten	5.0	6	Worked on analysis underlying JSN expert report
07/25/2013	Benjamin H. Weingarten	2.0	11	Call with UCC advisors to review revised JSN mediation presentation
07/25/2013	Benjamin H. Weingarten	1.5	11	Worked on JSN mediation presentation
07/25/2013	Benjamin H. Weingarten	1.5	12	Internal meeting to discuss FHA presentation for UCC
07/25/2013	Jonathan R. Mattern	1.0	2	Call with Walter about true up
07/25/2013	Jonathan R. Mattern	1.5	2	Walter True-Up work
07/25/2013	Jonathan R. Mattern	5.0	6	Worked on analysis underlying JSN expert report
07/25/2013	Jonathan R. Mattern	2.0	11	Call with UCC advisors to review revised JSN mediation presentation
07/25/2013	Jonathan R. Mattern	1.5	11	Worked on JSN mediation presentation
07/25/2013	Jonathan R. Mattern	1.5	12	Internal meeting to discuss FHA presentation for UCC
07/25/2013	Karn S. Chopra	1.0	2	Call with Walter about true up
07/25/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss FHA bid and next steps
07/25/2013	Karn S. Chopra	2.0	11	Call with UCC advisors to review revised JSN mediation presentation
07/25/2013	Karn S. Chopra	1.5	12	Internal meeting to discuss FHA presentation for UCC
07/25/2013	Marc D. Puntus	1.5	12	Internal meeting to discuss FHA presentation for UCC
07/25/2013	Ryan Kielty	1.0	2	Call with Walter about true up
07/25/2013	Ryan Kielty	1.5	2	Walter True-Up work
07/25/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss FHA bid and next steps
07/25/2013	Ryan Kielty	2.0	11	Call with UCC advisors to review revised JSN mediation presentation
07/25/2013	Ryan Kielty	2.0	11	Performed analysis on JSN OID calculation for UCC
07/25/2013	Ryan Kielty	1.5	12	Internal meeting to discuss FHA presentation for UCC
07/24/2013	Benjamin H. Weingarten	3.0	3	Call with UCC advisors to walk through JSN mediation presentation
07/24/2013	Benjamin H. Weingarten	2.5	6	Internal discussion about "other assets" as of the petition date
07/24/2013	Benjamin H. Weingarten	3.0	6	Various calls to discuss composition and pricing of Other Assets for the analysis underlying the JSN expert report
07/24/2013	Benjamin H. Weingarten	3.5	6	Worked on analysis underlying JSN expert report
07/24/2013	Benjamin H. Weingarten	2.0	11	Worked on JSN mediation presentation
07/24/2013	Jonathan R. Mattern	3.0	3	Call with UCC advisors to walk through JSN mediation presentation

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Date	Name	Hours	Legend #	Description
07/24/2013	Jonathan R. Mattern	2.5	6	Internal discussion about "other assets" as of the petition date
07/24/2013	Jonathan R. Mattern	3.0	6	Various calls to discuss composition and pricing of Other Assets for the analysis underlying the JSN expert report
07/24/2013	Jonathan R. Mattern	3.5	6	Worked on analysis underlying JSN expert report
07/24/2013	Jonathan R. Mattern	4.5	11	Prepared slides for JSN mediation presentation
07/24/2013	Jonathan R. Mattern	2.0	11	Worked on JSN mediation presentation
07/24/2013	Karn S. Chopra	3.0	3	Call with UCC advisors to walk through JSN mediation presentation
07/24/2013	Karn S. Chopra	2.5	6	Internal discussion about "other assets" as of the petition date
07/24/2013	Karn S. Chopra	4.5	11	Prepared slides for JSN mediation presentation
07/24/2013	Marc D. Puntus	3.0	3	Call with UCC advisors to walk through JSN mediation presentation
07/24/2013	Marc D. Puntus	2.5	6	Internal discussion about "other assets" as of the petition date
07/24/2013	Ryan Kielty	3.0	3	Call with UCC advisors to walk through JSN mediation presentation
07/24/2013	Ryan Kielty	2.5	6	Internal discussion about "other assets" as of the petition date
07/24/2013	Ryan Kielty	3.0	6	Various calls to discuss composition and pricing of Other Assets for the analysis underlying the JSN expert report
07/23/2013	Benjamin H. Weingarten	1.0	6	Call concerning Consumer Relief analysis as part of the JSN expert report
07/23/2013	Benjamin H. Weingarten	3.5	6	Worked on analysis underlying JSN expert report
07/23/2013	Benjamin H. Weingarten	1.5	11	Internal meeting to discuss JSN analysis for mediation
07/23/2013	Benjamin H. Weingarten	2.0	11	Worked on JSN mediation presentation
07/23/2013	Jonathan R. Mattern	1.0	6	Call concerning Consumer Relief analysis as part of the JSN expert report
07/23/2013	Jonathan R. Mattern	3.5	6	Worked on analysis underlying JSN expert report
07/23/2013	Jonathan R. Mattern	1.5	11	Internal meeting to discuss JSN analysis for mediation
07/23/2013	Jonathan R. Mattern	2.0	11	Worked on JSN mediation presentation
07/23/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss value of JSN collateral as of petition date
07/23/2013	Karn S. Chopra	1.5	11	Internal meeting to discuss JSN analysis for mediation
07/23/2013	Marc D. Puntus	1.5	11	Internal meeting to discuss JSN analysis for mediation
07/23/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss value of JSN collateral as of petition date
07/23/2013	Ryan Kielty	1.0	6	Call concerning Consumer Relief analysis as part of the JSN expert report
07/23/2013	Ryan Kielty	1.5	11	Internal meeting to discuss JSN analysis for mediation
07/22/2013	Benjamin H. Weingarten	0.5	6	Call concerning RMBS Trusts setoff analysis as part of the JSN expert report

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Date	Name	Hours	Legend #	Description
07/22/2013	Benjamin H. Weingarten	1.5	6	Various other calls concerning analysis underlying JSN expert report
07/22/2013	Benjamin H. Weingarten	3.5	6	Worked on analysis underlying JSN expert report
07/22/2013	Jonathan R. Mattern	0.5	6	Call concerning RMBS Trusts setoff analysis as part of the JSN expert report
07/22/2013	Jonathan R. Mattern	1.5	6	Various other calls concerning analysis underlying JSN expert report
07/22/2013	Jonathan R. Mattern	3.5	6	Worked on analysis underlying JSN expert report
07/22/2013	Jonathan R. Mattern	2.0	12	Prepared stratification of FHA loan population considered for sale
07/22/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to further discuss FHA bid
07/22/2013	Karn S. Chopra	1.5	6	Various other calls concerning analysis underlying JSN expert report
07/22/2013	Karn S. Chopra	0.5	12	Call with FHA bidder to discuss next steps
07/22/2013	Ryan Kielty	1.5	3	Call with UCC advisors to further discuss FHA bid
07/22/2013	Ryan Kielty	0.5	6	Call concerning RMBS Trusts setoff analysis as part of the JSN expert report
07/22/2013	Ryan Kielty	1.5	6	Various other calls concerning analysis underlying JSN expert report
07/22/2013	Ryan Kielty	0.5	12	Call with FHA bidder to discuss next steps
07/19/2013	Karn S. Chopra	1.0	4	Call with mgmt to discuss impact of Consent Order/DOJ settlement on monetization of assets
07/19/2013	Karn S. Chopra	4.0	4	Call with mgmt to discuss impact of RMBS settlement on monetization of servicing advances
07/19/2013	Karn S. Chopra	0.5	4	Call with mgmt to discuss run-off analysis
07/19/2013	Marc D. Puntus	1.0	4	Call with mgmt to discuss impact of Consent Order/DOJ settlement on monetization of assets
07/19/2013	Marc D. Puntus	4.0	4	Call with mgmt to discuss impact of RMBS settlement on monetization of servicing advances
07/19/2013	Marc D. Puntus	0.5	4	Call with mgmt to discuss run-off analysis
07/19/2013	Ryan Kielty	1.0	4	Call with mgmt to discuss impact of Consent Order/DOJ settlement on monetization of assets
07/19/2013	Ryan Kielty	4.0	4	Call with mgmt to discuss impact of RMBS settlement on monetization of servicing advances
07/19/2013	Ryan Kielty	0.5	4	Call with mgmt to discuss run-off analysis
07/18/2013	Benjamin H. Weingarten	2.0	2	Review DB cure objection sale closing schedule submitted by Ocwen
07/18/2013	Benjamin H. Weingarten	1.0	2	True-Up call with Walter and the Estate
07/18/2013	Benjamin H. Weingarten	2.5	6	Internal meeting to discuss necessary revisions to draft JSN expert report
07/18/2013	Jonathan R. Mattern	2.0	2	Review DB cure objection sale closing schedule submitted by Ocwen
07/18/2013	Jonathan R. Mattern	1.0	2	True-Up call with Walter and the Estate
07/18/2013	Jonathan R. Mattern	2.5	6	Internal meeting to discuss necessary revisions to draft JSN expert report
07/18/2013	Karn S. Chopra	3.5	4	Call with mgmt team to discuss status of advances as of the petition date
07/18/2013	Karn S. Chopra	2.5	6	Internal meeting to discuss necessary revisions to draft JSN expert report

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Date	Name	Hours	Legend #	Description
07/18/2013	Marc D. Puntus	3.5	4	Call with mgmt team to discuss status of advances as of the petition date
07/18/2013	Marc D. Puntus	2.5	6	Internal meeting to discuss necessary revisions to draft JSN expert report
07/18/2013	Ryan Kielty	2.0	2	Review DB cure objection sale closing schedule submitted by Ocwen
07/18/2013	Ryan Kielty	1.0	2	True-Up call with Walter and the Estate
07/18/2013	Ryan Kielty	3.5	4	Call with mgmt team to discuss status of advances as of the petition date
07/18/2013	Ryan Kielty	2.5	6	Internal meeting to discuss necessary revisions to draft JSN expert report
07/17/2013	Benjamin H. Weingarten	6.5	3	Meeting with UCC advisors to discuss draft FHA bid analysis and draft JSN expert report
07/17/2013	Benjamin H. Weingarten	2.0	3	Preparation for UCC meeting
07/17/2013	Jonathan R. Mattern	6.5	3	Meeting with UCC advisors to discuss draft FHA bid analysis and draft JSN expert report
07/17/2013	Jonathan R. Mattern	2.0	3	Preparation for UCC meeting
07/17/2013	Karn S. Chopra	6.5	3	Meeting with UCC advisors to discuss draft FHA bid analysis and draft JSN expert report
07/17/2013	Marc D. Puntus	6.5	3	Meeting with UCC advisors to discuss draft FHA bid analysis and draft JSN expert report
07/17/2013	Ryan Kielty	6.5	3	Meeting with UCC advisors to discuss draft FHA bid analysis and draft JSN expert report
07/16/2013	Benjamin H. Weingarten	1.0	2	True-Up call with Walter and the Estate
07/16/2013	Benjamin H. Weingarten	3.0	6	Internal meeting to discuss revised JSN draft expert report
07/16/2013	Benjamin H. Weingarten	3.0	6	Worked on analysis underlying JSN expert report
07/16/2013	Benjamin H. Weingarten	1.5	12	Internal meeting to discuss FHA bid
07/16/2013	Jonathan R. Mattern	1.0	2	True-Up call with Walter and the Estate
07/16/2013	Jonathan R. Mattern	3.0	6	Internal meeting to discuss revised JSN draft expert report
07/16/2013	Jonathan R. Mattern	3.0	6	Worked on analysis underlying JSN expert report
07/16/2013	Jonathan R. Mattern	1.0	12	Call with the Estate concerning FHA pricing
07/16/2013	Jonathan R. Mattern	1.5	12	Internal meeting to discuss FHA bid
07/16/2013	Karn S. Chopra	3.0	6	Internal meeting to discuss revised JSN draft expert report
07/16/2013	Karn S. Chopra	1.5	12	Drafted slides to explain FHA bid to third parties
07/16/2013	Karn S. Chopra	1.5	12	Internal meeting to discuss FHA bid
07/16/2013	Karn S. Chopra	2.5	12	Prepared analyses to explain FHA bid to third parties
07/16/2013	Marc D. Puntus	3.0	6	Internal meeting to discuss revised JSN draft expert report
07/16/2013	Marc D. Puntus	1.5	12	Internal meeting to discuss FHA bid
07/16/2013	Ryan Kielty	1.0	2	True-Up call with Walter and the Estate
07/16/2013	Ryan Kielty	3.0	6	Internal meeting to discuss revised JSN draft expert report
07/16/2013	Ryan Kielty	1.0	12	Call with the Estate concerning FHA pricing
07/16/2013	Ryan Kielty	1.5	12	Drafted slides to explain FHA bid to third parties
07/16/2013	Ryan Kielty	1.5	12	Internal meeting to discuss FHA bid

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Date	Name	Hours	Legend #	Description
07/16/2013	Ryan Kielty	2.5	12	Prepared analyses to explain FHA bid to third parties
07/15/2013	Benjamin H. Weingarten	2.0	6	Drafted slides for JSN draft expert report
07/15/2013	Benjamin H. Weingarten	1.0	6	Prepared analysis to explain JSN trading
07/15/2013	Benjamin H. Weingarten	2.0	6	Worked on analysis underlying JSN expert report
07/15/2013	Jonathan R. Mattern	2.0	6	Drafted slides for JSN draft expert report
07/15/2013	Jonathan R. Mattern	2.0	6	Worked on analysis underlying JSN expert report
07/15/2013	Karn S. Chopra	0.5	3	Call with JSN member to discuss recent trading activity
07/15/2013	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss recent JSN trading activity
07/15/2013	Karn S. Chopra	2.0	6	Drafted slides for JSN draft expert report
07/15/2013	Karn S. Chopra	1.0	6	Prepared analysis to explain JSN trading
07/15/2013	Marc D. Puntus	0.5	3	Call with JSN member to discuss recent trading activity
07/15/2013	Marc D. Puntus	0.5	3	Call with UCC advisors to discuss recent JSN trading activity
07/15/2013	Ryan Kielty	0.5	3	Call with JSN member to discuss recent trading activity
07/15/2013	Ryan Kielty	0.5	3	Call with UCC advisors to discuss recent JSN trading activity
07/15/2013	Ryan Kielty	1.0	6	Prepared analysis to explain JSN trading
07/14/2013	Benjamin H. Weingarten	3.0	6	Worked on analysis underlying JSN expert report
07/14/2013	Jonathan R. Mattern	3.0	6	Worked on analysis underlying JSN expert report
07/14/2013	Jonathan R. Mattern	2.5	12	Prepared FHA sale process update presentation
07/14/2013	Ryan Kielty	2.5	12	Prepared FHA sale process update presentation
07/12/2013	Benjamin H. Weingarten	2.5	6	Internal meeting to discuss revised JSN draft expert report
07/12/2013	Jonathan R. Mattern	2.5	6	Internal meeting to discuss revised JSN draft expert report
07/12/2013	Karn S. Chopra	2.5	6	Internal meeting to discuss revised JSN draft expert report
07/12/2013	Marc D. Puntus	2.5	6	Internal meeting to discuss revised JSN draft expert report
07/12/2013	Ryan Kielty	2.5	6	Internal meeting to discuss revised JSN draft expert report
07/11/2013	Benjamin H. Weingarten	1.5	4	Internal call to discuss FHA bid
07/11/2013	Benjamin H. Weingarten	2.0	6	Worked on analysis underlying JSN expert report
07/11/2013	Benjamin H. Weingarten	2.5	12	Reviewed bidders loan level bid
07/11/2013	Jonathan R. Mattern	1.5	4	Internal call to discuss FHA bid
07/11/2013	Jonathan R. Mattern	2.0	6	Worked on analysis underlying JSN expert report
07/11/2013	Jonathan R. Mattern	2.5	12	Reviewed bidders loan level bid
07/11/2013	Karn S. Chopra	1.5	4	Internal call to discuss FHA bid
07/11/2013	Karn S. Chopra	2.5	12	Reviewed bidders loan level bid
07/11/2013	Marc D. Puntus	1.5	4	Internal call to discuss FHA bid
07/11/2013	Ryan Kielty	1.5	4	Internal call to discuss FHA bid
07/11/2013	Ryan Kielty	2.5	12	Reviewed bidders loan level bid
07/10/2013	Benjamin H. Weingarten	2.5	2	Attended ResCap hearing

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Date	Name	Hours	Legend #	Description
07/10/2013	Benjamin H. Weingarten	1.5	6	Worked on analysis underlying JSN expert report
07/10/2013	Jonathan R. Mattern	1.0	3	Compiled and produced diligence materials for JSNs
07/10/2013	Jonathan R. Mattern	1.5	6	Worked on analysis underlying JSN expert report
07/10/2013	Jonathan R. Mattern	1.0	12	Reviewed FHA data tape and prepared preliminary analysis
07/10/2013	Karn S. Chopra	2.5	2	Attended ResCap hearing
07/10/2013	Karn S. Chopra	1.5	12	Call with potential bidder re: bid evaluation
07/10/2013	Marc D. Puntus	2.5	2	Attended ResCap hearing
07/10/2013	Ryan Kielty	2.5	2	Attended ResCap hearing
07/10/2013	Ryan Kielty	1.5	12	Call with potential bidder re: bid evaluation
07/10/2013	Ryan Kielty	1.0	12	Reviewed FHA data tape and prepared preliminary analysis
07/09/2013	Benjamin H. Weingarten	2.0	6	Various calls concerning necessary data underlying JSN expert report
07/09/2013	Benjamin H. Weingarten	1.5	6	Worked on analysis underlying JSN expert report
07/09/2013	Jonathan R. Mattern	2.0	6	Various calls concerning necessary data underlying JSN expert report
07/09/2013	Jonathan R. Mattern	1.5	6	Worked on analysis underlying JSN expert report
07/09/2013	Karn S. Chopra	2.5	6	Reviewed and commented on preliminary draft of JSN expert report
07/09/2013	Karn S. Chopra	1.5	6	Reviewed various cash collateral files to prepare for potential testimony on cash collateral motion
07/09/2013	Marc D. Puntus	2.5	6	Reviewed and commented on preliminary draft of JSN expert report
07/09/2013	Ryan Kielty	2.0	6	Various calls concerning necessary data underlying JSN expert report
07/08/2013	Benjamin H. Weingarten	2.0	5	Call with various creditor advisors regarding cash collateral motion
07/08/2013	Benjamin H. Weingarten	1.5	6	Internal meeting to discuss JSN expert report
07/08/2013	Benjamin H. Weingarten	3.5	6	Worked on analysis underlying JSN expert report
07/08/2013	Jonathan R. Mattern	1.5	6	Internal meeting to discuss JSN expert report
07/08/2013	Jonathan R. Mattern	3.5	6	Worked on analysis underlying JSN expert report
07/08/2013	Karn S. Chopra	2.0	5	Call with various creditor advisors regarding cash collateral motion
07/08/2013	Karn S. Chopra	1.5	6	Internal meeting to discuss JSN expert report
07/08/2013	Karn S. Chopra	3.0	6	Reviewed various cash collateral files to prepare for potential testimony on cash collateral motion
07/08/2013	Marc D. Puntus	2.0	5	Call with various creditor advisors regarding cash collateral motion
07/08/2013	Marc D. Puntus	1.5	6	Internal meeting to discuss JSN expert report
07/08/2013	Ryan Kielty	2.0	5	Call with various creditor advisors regarding cash collateral motion
07/08/2013	Ryan Kielty	1.5	6	Internal meeting to discuss JSN expert report
07/07/2013	Benjamin H. Weingarten	2.5	6	Worked on analysis underlying JSN expert report
07/07/2013	Jonathan R. Mattern	2.5	6	Worked on analysis underlying JSN expert report
07/07/2013	Jonathan R. Mattern	2.0	12	Prepared FHA sale process update presentation
07/07/2013	Ryan Kielty	2.0	12	Prepared FHA sale process update presentation

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Date	Name	Hours	Legend #	Description
07/05/2013	Karn S. Chopra	0.5	3	Call with UCC advisors about POR distributions mechanics
07/05/2013	Marc D. Puntus	0.5	3	Call with UCC advisors about POR distributions mechanics
07/05/2013	Ryan Kielty	0.5	3	Call with UCC advisors about POR distributions mechanics
07/03/2013	Benjamin H. Weingarten	1.5	4	Participated in ResCap board call
07/03/2013	Benjamin H. Weingarten	4.0	7	Reviewed revised POR and Disclosure Statements
07/03/2013	Jonathan R. Mattern	1.5	4	Participated in ResCap board call
07/03/2013	Jonathan R. Mattern	4.0	7	Reviewed revised POR and Disclosure Statements
07/03/2013	Karn S. Chopra	1.5	4	Participated in ResCap board call
07/03/2013	Karn S. Chopra	1.5	4	Prepared slides for board call
07/03/2013	Karn S. Chopra	10.0	7	All hands meeting to finalize POR and Disclosure Statements
07/03/2013	Karn S. Chopra	4.0	7	Reviewed revised POR and Disclosure Statements
07/03/2013	Marc D. Puntus	1.5	4	Participated in ResCap board call
07/03/2013	Marc D. Puntus	4.0	7	Reviewed revised POR and Disclosure Statements
07/03/2013	Ryan Kielty	1.5	4	Participated in ResCap board call
07/03/2013	Ryan Kielty	4.0	7	Reviewed revised POR and Disclosure Statements
07/02/2013	Benjamin H. Weingarten	3.0	6	Internal meeting to discuss underlying assumptions for JSN expert report
07/02/2013	Jonathan R. Mattern	3.0	6	Internal meeting to discuss underlying assumptions for JSN expert report
07/02/2013	Karn S. Chopra	1.0	3	Call with UCC advisors about POR distributions mechanics
07/02/2013	Karn S. Chopra	3.0	6	Internal meeting to discuss underlying assumptions for JSN expert report
07/02/2013	Karn S. Chopra	1.0	6	Reviewed revised analyses to be included in JSN expert report
07/02/2013	Karn S. Chopra	3.5	7	Updated analyses to support POR distribution mechanics
07/02/2013	Karn S. Chopra	2.5	7	Various calls with UCC members and advisors regarding distribution mechanics
07/02/2013	Marc D. Puntus	1.0	3	Call with UCC advisors about POR distributions mechanics
07/02/2013	Marc D. Puntus	3.0	6	Internal meeting to discuss underlying assumptions for JSN expert report
07/02/2013	Marc D. Puntus	2.5	7	Various calls with UCC members and advisors regarding distribution mechanics
07/02/2013	Ryan Kielty	1.0	3	Call with UCC advisors about POR distributions mechanics
07/02/2013	Ryan Kielty	3.0	6	Internal meeting to discuss underlying assumptions for JSN expert report
07/02/2013	Ryan Kielty	2.5	7	Various calls with UCC members and advisors regarding distribution mechanics

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Date	Name	Hours	Legend #	Description
07/01/2013	Benjamin H. Weingarten	1.5	7	Reviewed revised Disclosure Statement
07/01/2013	Jonathan R. Mattern	1.5	7	Reviewed revised Disclosure Statement
07/01/2013	Karn S. Chopra	2.5	3	Meeting with UCC advisors to discuss POR language
07/01/2013	Karn S. Chopra	1.5	7	Prepared slides to support POR distributions mechanics
07/01/2013	Karn S. Chopra	1.5	7	Reviewed revised Disclosure Statement
07/01/2013	Karn S. Chopra	2.0	12	Call with bidder about process to sell FHA loans
07/01/2013	Marc D. Puntus	2.5	3	Meeting with UCC advisors to discuss POR language
07/01/2013	Marc D. Puntus	1.5	7	Reviewed revised Disclosure Statement
07/01/2013	Ryan Kielty	2.5	3	Meeting with UCC advisors to discuss POR language
07/01/2013	Ryan Kielty	1.5	7	Reviewed revised Disclosure Statement
07/01/2013	Ryan Kielty	2.0	12	Call with bidder about process to sell FHA loans
06/30/2013	Karn S. Chopra	2.5	3	Call with UCC advisors to discuss POR distribution mechanics
06/30/2013	Marc D. Puntus	2.5	3	Call with UCC advisors to discuss POR distribution mechanics
06/30/2013	Ryan Kielty	2.5	3	Call with UCC advisors to discuss POR distribution mechanics
06/29/2013	Benjamin H. Weingarten	3.5	11	RMBS Trust purchase price analysis
06/29/2013	Jonathan R. Mattern	3.5	11	RMBS Trust purchase price analysis
06/29/2013	Karn S. Chopra	4.5	7	Prepared analysis to support potential POR distribution mechanics
06/28/2013	Benjamin H. Weingarten	1.0	6	Worked on analysis underlying JSN expert report
06/28/2013	Jonathan R. Mattern	1.0	6	Worked on analysis underlying JSN expert report
06/28/2013	Karn S. Chopra	2.0	3	Call with UCC advisors to discuss POR distribution mechanics
06/28/2013	Karn S. Chopra	4.0	3	Call with UCC advisors to discuss POR in detail
06/28/2013	Marc D. Puntus	2.0	3	Call with UCC advisors to discuss POR distribution mechanics
06/28/2013	Marc D. Puntus	4.0	3	Call with UCC advisors to discuss POR in detail
06/28/2013	Ryan Kielty	2.0	3	Call with UCC advisors to discuss POR distribution mechanics
06/28/2013	Ryan Kielty	4.0	3	Call with UCC advisors to discuss POR in detail
06/27/2013	Benjamin H. Weingarten	2.0	6	Worked on analysis underlying JSN expert report
06/27/2013	Benjamin H. Weingarten	1.0	7	Internal meeting to discuss progress on JSN expert report
06/27/2013	Jonathan R. Mattern	2.0	6	Worked on analysis underlying JSN expert report
06/27/2013	Jonathan R. Mattern	1.0	7	Internal meeting to discuss progress on JSN expert report
06/27/2013	Karn S. Chopra	1.0	7	Internal meeting to discuss progress on JSN expert report
06/27/2013	Ryan Kielty	1.0	7	Internal meeting to discuss progress on JSN expert report
06/26/2013	Benjamin H. Weingarten	4.0	1	Reviewed Examiner's Report
06/26/2013	Benjamin H. Weingarten	3.0	6	Worked on analysis underlying JSN expert report

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Date	Name	Hours	Legend #	Description
06/26/2013	Jonathan R. Mattern	4.0	1	Reviewed Examiner's Report
06/26/2013	Jonathan R. Mattern	3.0	6	Worked on analysis underlying JSN expert report
06/26/2013	Karn S. Chopra	4.5	1	Attended ResCap hearing
06/26/2013	Karn S. Chopra	4.0	1	Reviewed Examiner's Report
06/26/2013	Karn S. Chopra	1.5	5	Analyzed impact of servicing advances on our request for extended cash collateral
06/26/2013	Karn S. Chopra	1.5	5	Call to discuss estate wind-down costs and servicing advances
06/26/2013	Karn S. Chopra	2.5	11	Meeting with Judge Peck re: JSNs
06/26/2013	Marc D. Puntus	4.5	1	Attended ResCap hearing
06/26/2013	Marc D. Puntus	4.0	1	Reviewed Examiner's Report
06/26/2013	Marc D. Puntus	1.5	5	Call to discuss estate wind-down costs and servicing advances
06/26/2013	Marc D. Puntus	2.5	11	Meeting with Judge Peck re: JSNs
06/26/2013	Ryan Kielty	4.5	1	Attended ResCap hearing
06/26/2013	Ryan Kielty	4.0	1	Reviewed Examiner's Report
06/26/2013	Ryan Kielty	1.5	5	Call to discuss estate wind-down costs and servicing advances
06/26/2013	Ryan Kielty	2.5	11	Meeting with Judge Peck re: JSNs
06/25/2013	Benjamin H. Weingarten	1.0	2	Call regarding Ocwen True-Up
06/25/2013	Benjamin H. Weingarten	0.5	6	Internal meeting to discuss progress on JSN expert report
06/25/2013	Jonathan R. Mattern	1.0	2	Call regarding Ocwen True-Up
06/25/2013	Jonathan R. Mattern	0.5	6	Internal meeting to discuss progress on JSN expert report
06/25/2013	Jonathan R. Mattern	2.0	6	Worked on analysis underlying JSN expert report
06/25/2013	Karn S. Chopra	0.5	6	Internal meeting to discuss progress on JSN expert report
06/25/2013	Karn S. Chopra	2.0	6	Reviwed and provided comments on anlayses to be included in JSN expert report
06/25/2013	Ryan Kielty	1.0	2	Call regarding Ocwen True-Up
06/25/2013	Ryan Kielty	0.5	6	Internal meeting to discuss progress on JSN expert report
06/24/2013	Jonathan R. Mattern	3.0	2	Ocwen True-Up work
06/24/2013	Karn S. Chopra	1.5	7	Read and provided comments on PSA reply
06/24/2013	Karn S. Chopra	2.5	12	Prepared information for prospective bidder
06/24/2013	Marc D. Puntus	1.5	7	Read and provided comments on PSA reply
06/21/2013	Jonathan R. Mattern	3.0	2	Ocwen True-Up work
06/20/2013	Benjamin H. Weingarten	2.0	2	Ocwen True-Up work
06/20/2013	Benjamin H. Weingarten	1.5	6	Internal meeting to discuss progress on JSN expert report
06/20/2013	Jonathan R. Mattern	2.0	2	Ocwen True-Up work
06/20/2013	Jonathan R. Mattern	1.5	6	Internal meeting to discuss progress on JSN expert report
06/20/2013	Karn S. Chopra	2.0	3	Call with UCC advisors to discuss JSN adequate protection
06/20/2013	Karn S. Chopra	1.5	6	Internal meeting to discuss progress on JSN expert report

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Date	Name	Hours	Legend #	Description
06/20/2013	Marc D. Puntus	2.0	3	Call with UCC advisors to discuss JSN adequate protection
06/20/2013	Ryan Kielty	2.0	3	Call with UCC advisors to discuss JSN adequate protection
06/20/2013	Ryan Kielty	1.5	6	Internal meeting to discuss progress on JSN expert report
06/19/2013	Benjamin H. Weingarten	0.5	2	Call with Ocwen re: true up
06/19/2013	Benjamin H. Weingarten	0.5	2	Internal discussion concerning Ocwen True-Up
06/19/2013	Benjamin H. Weingarten	1.0	2	Update on Walter true up
06/19/2013	Jonathan R. Mattern	0.5	2	Call with Ocwen re: true up
06/19/2013	Jonathan R. Mattern	0.5	2	Internal discussion concerning Ocwen True-Up
06/19/2013	Jonathan R. Mattern	2.0	2	Ocwen True-Up work
06/19/2013	Jonathan R. Mattern	1.0	2	Update on Walter true up
06/19/2013	Jonathan R. Mattern	2.0	2	Work on DB cure objection sale schedule
06/19/2013	Jonathan R. Mattern	3.0	3	Revised analysis on going-concern value of sale assets from stalking horse to sale
06/19/2013	Karn S. Chopra	0.5	2	Call with Ocwen re: true up
06/19/2013	Karn S. Chopra	1.0	2	Update on Walter true up
06/19/2013	Karn S. Chopra	1.5	3	Call with JSN advisors to discuss information sharing and adequate protection
06/19/2013	Karn S. Chopra	3.0	3	Meeting with UCC advisors to discuss revised recovery estimates
06/19/2013	Marc D. Puntus	1.5	3	Call with JSN advisors to discuss information sharing and adequate protection
06/19/2013	Marc D. Puntus	3.0	3	Meeting with UCC advisors to discuss revised recovery estimates
06/19/2013	Ryan Kielty	0.5	2	Call with Ocwen re: true up
06/19/2013	Ryan Kielty	0.5	2	Internal discussion concerning Ocwen True-Up
06/19/2013	Ryan Kielty	1.0	2	Update on Walter true up
06/19/2013	Ryan Kielty	1.5	3	Call with JSN advisors to discuss information sharing and adequate protection
06/19/2013	Ryan Kielty	3.0	3	Meeting with UCC advisors to discuss revised recovery estimates
06/19/2013	Ryan Kielty	0.5	3	Reviewed analysis on going-concern value of sale assets from stalking horse to sale
06/18/2013	Benjamin H. Weingarten	1.0	2	Ocwen True-Up work
06/18/2013	Benjamin H. Weingarten	0.5	12	Internal meeting to discuss FHA/VA dilignece
06/18/2013	Jonathan R. Mattern	1.0	2	Ocwen True-Up work
06/18/2013	Jonathan R. Mattern	0.5	12	Internal meeting to discuss FHA/VA dilignece
06/18/2013	Karn S. Chopra	5.0	11	Meeting with Judge Peck re: JSNs
06/18/2013	Karn S. Chopra	3.5	11	Prepared slides for meeting with Judge Peck re: JSNs
06/18/2013	Karn S. Chopra	0.5	12	Internal meeting to discuss FHA/VA dilignece
06/18/2013	Marc D. Puntus	5.0	11	Meeting with Judge Peck re: JSNs
06/18/2013	Ryan Kielty	1.0	2	Ocwen True-Up work
06/18/2013	Ryan Kielty	5.0	11	Meeting with Judge Peck re: JSNs
06/18/2013	Ryan Kielty	0.5	12	Internal meeting to discuss FHA/VA dilignece
06/17/2013	Benjamin H. Weingarten	1.0	3	Call with UCC to discuss JSN presentation

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Date	Name	Hours	Legend #	Description
06/17/2013	Benjamin H. Weingarten	1.0	4	Reviewed final "State of the Estate" presentation
06/17/2013	Benjamin H. Weingarten	2.0	6	Worked on analysis underlying JSN expert report
06/17/2013	Jonathan R. Mattern	1.0	4	Reviewed final "State of the Estate" presentation
06/17/2013	Jonathan R. Mattern	2.0	6	Worked on analysis underlying JSN expert report
06/17/2013	Karn S. Chopra	1.0	3	Call with UCC to discuss JSN presentation
06/17/2013	Karn S. Chopra	2.0	3	Call with UCC to discuss recovery update
06/17/2013	Karn S. Chopra	1.0	4	Reviewed final "State of the Estate" presentation
06/17/2013	Karn S. Chopra	2.5	11	Prepared slides for JSN presentation
06/17/2013	Marc D. Puntus	1.0	3	Call with UCC to discuss JSN presentation
06/17/2013	Marc D. Puntus	1.0	4	Reviewed final "State of the Estate" presentation
06/17/2013	Ryan Kielty	1.0	3	Call with UCC to discuss JSN presentation
06/17/2013	Ryan Kielty	2.0	3	Call with UCC to discuss recovery update
06/17/2013	Ryan Kielty	1.0	4	Reviewed final "State of the Estate" presentation
06/17/2013	Ryan Kielty	2.0	6	Worked on analysis underlying JSN expert report
06/15/2013	Benjamin H. Weingarten	1.5	2	Reviewed True-Up documents submitted by Ocwen
06/15/2013	Jonathan R. Mattern	1.5	2	Reviewed True-Up documents submitted by Ocwen
06/15/2013	Karn S. Chopra	3.0	4	Call with Debtors advisors to discuss revised "State of the Estate" presentation
06/15/2013	Marc D. Puntus	3.0	4	Call with Debtors advisors to discuss revised "State of the Estate" presentation
06/15/2013	Ryan Kielty	3.0	4	Call with Debtors advisors to discuss revised "State of the Estate" presentation
06/14/2013	Benjamin H. Weingarten	2.0	4	Participated in weekly board call
06/14/2013	Benjamin H. Weingarten	3.0	6	Worked on analysis underlying JSN expert report
06/14/2013	Benjamin H. Weingarten	1.5	7	Call to discuss draft POR
06/14/2013	Jonathan R. Mattern	2.0	4	Participated in weekly board call
06/14/2013	Jonathan R. Mattern	3.0	6	Worked on analysis underlying JSN expert report
06/14/2013	Karn S. Chopra	2.5	4	Call with Debtors advisors to discuss "State of Estate" presentation
06/14/2013	Karn S. Chopra	2.0	4	Participated in weekly board call
06/14/2013	Karn S. Chopra	0.5	4	Prepared for board call
06/14/2013	Karn S. Chopra	1.5	7	Call to discuss draft POR
06/14/2013	Marc D. Puntus	2.5	4	Call with Debtors advisors to discuss "State of Estate" presentation
06/14/2013	Marc D. Puntus	2.0	4	Participated in weekly board call
06/14/2013	Marc D. Puntus	0.5	4	Prepared for board call
06/14/2013	Marc D. Puntus	1.5	7	Call to discuss draft POR
06/14/2013	Ryan Kielty	2.5	4	Call with Debtors advisors to discuss "State of Estate" presentation
06/14/2013	Ryan Kielty	2.0	4	Participated in weekly board call
06/14/2013	Ryan Kielty	1.5	7	Call to discuss draft POR
06/13/2013	Benjamin H. Weingarten	1.0	6	Internal meeting to discuss progress on JSN expert report
06/13/2013	Benjamin H. Weingarten	2.5	7	Reviewed revised Disclosure Statement
06/13/2013	Jonathan R. Mattern	2.0	2	Ocwen True-Up work

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Date	Name	Hours	Legend #	Description
06/13/2013	Jonathan R. Mattern	2.0	2	Walter True-Up work
06/13/2013	Jonathan R. Mattern	1.0	6	Internal meeting to discuss progress on JSN expert report
06/13/2013	Jonathan R. Mattern	2.5	7	Reviewed revised Disclosure Statement
06/13/2013	Karn S. Chopra	1.0	6	Internal meeting to discuss progress on JSN expert report
06/13/2013	Karn S. Chopra	2.5	7	Reviewed revised Disclosure Statement
06/13/2013	Marc D. Puntus	2.5	7	Reviewed revised Disclosure Statement
06/13/2013	Ryan Kielty	1.0	6	Internal meeting to discuss progress on JSN expert report
06/13/2013	Ryan Kielty	2.5	7	Reviewed revised Disclosure Statement
06/12/2013	Benjamin H. Weingarten	3.0	1	Attended ResCap hearing
06/12/2013	Benjamin H. Weingarten	1.5	2	Call to discuss Walter true up
06/12/2013	Benjamin H. Weingarten	0.5	2	Internal meeting to discuss next steps and task force for Walter true up
06/12/2013	Benjamin H. Weingarten	1.5	3	Call with UCC advisors to discuss Walter true up
06/12/2013	Benjamin H. Weingarten	2.5	7	Reviewed revised POR
06/12/2013	Jonathan R. Mattern	1.5	2	Call to discuss Walter true up
06/12/2013	Jonathan R. Mattern	0.5	2	Internal meeting to discuss next steps and task force for Walter true up
06/12/2013	Jonathan R. Mattern	1.5	3	Call with UCC advisors to discuss Walter true up
06/12/2013	Jonathan R. Mattern	2.5	7	Reviewed revised POR
06/12/2013	Jonathan R. Mattern	1.0	12	Call with UCC to discuss FHA/VA sale process
06/12/2013	Karn S. Chopra	3.0	1	Attended ResCap hearing
06/12/2013	Karn S. Chopra	1.5	2	Call to discuss Walter true up
06/12/2013	Karn S. Chopra	0.5	2	Internal meeting to discuss next steps and task force for Walter true up
06/12/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss Walter true up
06/12/2013	Karn S. Chopra	2.5	7	Reviewed revised POR
06/12/2013	Marc D. Puntus	3.0	1	Attended ResCap hearing
06/12/2013	Marc D. Puntus	2.5	7	Reviewed revised POR
06/12/2013	Ryan Kielty	3.0	1	Attended ResCap hearing
06/12/2013	Ryan Kielty	1.5	2	Call to discuss Walter true up
06/12/2013	Ryan Kielty	0.5	2	Internal meeting to discuss next steps and task force for Walter true up
06/12/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss Walter true up
06/12/2013	Ryan Kielty	2.5	7	Reviewed revised POR
06/12/2013	Ryan Kielty	1.0	12	Call with UCC to discuss FHA/VA sale process
06/11/2013	Benjamin H. Weingarten	1.0	6	Internal meeting to discuss progress on JSN expert report
06/11/2013	Jonathan R. Mattern	2.0	2	Walter True-Up work
06/11/2013	Jonathan R. Mattern	1.0	6	Internal meeting to discuss progress on JSN expert report
06/11/2013	Jonathan R. Mattern	3.0	6	Prepared analysis on AFI solvency
06/11/2013	Karn S. Chopra	1.0	6	Internal meeting to discuss progress on JSN expert report

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
06/11/2013	Ryan Kielty	1.0	6	Internal meeting to discuss progress on JSN expert report
06/11/2013	Ryan Kielty	3.0	6	Prepared analysis on AFI solvency
06/10/2013	Benjamin H. Weingarten	3.0	6	Various calls and work to prepare for JSN expert report analysis
06/10/2013	Benjamin H. Weingarten	1.5	11	Call to discuss information to be disclosed to JSNs
06/10/2013	Jonathan R. Mattern	1.5	2	Walter True-Up work
06/10/2013	Jonathan R. Mattern	3.0	3	Prepared analysis on going-concern value of sale assets from stalking horse to sale
06/10/2013	Jonathan R. Mattern	3.0	6	Various calls and work to prepare for JSN expert report analysis
06/10/2013	Jonathan R. Mattern	1.5	11	Call to discuss information to be disclosed to JSNs
06/10/2013	Karn S. Chopra	6.0	7	Read and provided comments on both POR and Disclosure Statement
06/10/2013	Karn S. Chopra	1.5	11	Call to discuss information to be disclosed to JSNs
06/10/2013	Marc D. Puntus	6.0	7	Read and provided comments on both POR and Disclosure Statement
06/10/2013	Ryan Kielty	3.0	6	Various calls and work to prepare for JSN expert report analysis
06/10/2013	Ryan Kielty	1.5	11	Call to discuss information to be disclosed to JSNs
06/07/2013	Benjamin H. Weingarten	1.5	2	Call regarding DB cure objection sale and closing
06/07/2013	Benjamin H. Weingarten	2.5	12	Call with mgmt to discuss FHA/VA data tape
06/07/2013	Benjamin H. Weingarten	1.5	12	Call with UCC advisors to discuss FHA/VA data tape
06/07/2013	Benjamin H. Weingarten	0.5	12	Follow-up call with mgmt to discuss FHA sale process
06/07/2013	Jonathan R. Mattern	1.5	2	Call regarding DB cure objection sale and closing
06/07/2013	Jonathan R. Mattern	2.5	12	Call with mgmt to discuss FHA/VA data tape
06/07/2013	Jonathan R. Mattern	1.5	12	Call with UCC advisors to discuss FHA/VA data tape
06/07/2013	Jonathan R. Mattern	0.5	12	Follow-up call with mgmt to discuss FHA sale process
06/07/2013	Karn S. Chopra	2.5	12	Call with mgmt to discuss FHA/VA data tape
06/07/2013	Karn S. Chopra	1.5	12	Call with UCC advisors to discuss FHA/VA data tape
06/07/2013	Karn S. Chopra	0.5	12	Follow-up call with mgmt to discuss FHA sale process
06/07/2013	Marc D. Puntus	0.5	12	Follow-up call with mgmt to discuss FHA sale process
06/07/2013	Ryan Kielty	1.5	2	Call regarding DB cure objection sale and closing
06/07/2013	Ryan Kielty	2.5	12	Call with mgmt to discuss FHA/VA data tape
06/07/2013	Ryan Kielty	1.5	12	Call with UCC advisors to discuss FHA/VA data tape
06/07/2013	Ryan Kielty	0.5	12	Follow-up call with mgmt to discuss FHA sale process
06/06/2013	Benjamin H. Weingarten	1.0	2	Call regarding DB cure objection sale and closing

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Date	Name	Hours	Legend #	Description
06/06/2013	Benjamin H. Weingarten	5.5	6	Internal meeting to begin preparation of JSN expert report
06/06/2013	Jonathan R. Mattern	1.0	2	Call regarding DB cure objection sale and closing
06/06/2013	Jonathan R. Mattern	3.0	2	Walter True-Up work
06/06/2013	Jonathan R. Mattern	5.5	6	Internal meeting to begin preparation of JSN expert report
06/06/2013	Karn S. Chopra	1.0	4	Call with Debtors advisors to discuss next steps with JSNs
06/06/2013	Karn S. Chopra	0.5	4	Call with mgmt to discuss merits of JSN paydown
06/06/2013	Karn S. Chopra	5.5	6	Internal meeting to begin preparation of JSN expert report
06/06/2013	Karn S. Chopra	1.0	11	Prepared analysis to justify further paydown of JSNs
06/06/2013	Marc D. Puntus	5.5	6	Internal meeting to begin preparation of JSN expert report
06/06/2013	Ryan Kielty	1.0	2	Call regarding DB cure objection sale and closing
06/06/2013	Ryan Kielty	1.0	4	Call with Debtors advisors to discuss next steps with JSNs
06/06/2013	Ryan Kielty	0.5	4	Call with mgmt to discuss merits of JSN paydown
06/06/2013	Ryan Kielty	5.5	6	Internal meeting to begin preparation of JSN expert report
06/05/2013	Benjamin H. Weingarten	4.5	3	Meeting with UCC advisors to discuss JSN issues
06/05/2013	Benjamin H. Weingarten	2.0	4	Follow-up meeting with Debtors advisors to discuss JSN issues
06/05/2013	Benjamin H. Weingarten	2.5	4	Meeting with Debtors advisors to discuss revised waterfall
06/05/2013	Karn S. Chopra	4.5	3	Meeting with UCC advisors to discuss JSN issues
06/05/2013	Karn S. Chopra	2.0	4	Follow-up meeting with Debtors advisors to discuss JSN issues
06/05/2013	Karn S. Chopra	2.5	4	Meeting with Debtors advisors to discuss revised waterfall
06/05/2013	Marc D. Puntus	4.5	3	Meeting with UCC advisors to discuss JSN issues
06/05/2013	Marc D. Puntus	2.0	4	Follow-up meeting with Debtors advisors to discuss JSN issues
06/05/2013	Marc D. Puntus	2.5	4	Meeting with Debtors advisors to discuss revised waterfall
06/05/2013	Ryan Kielty	4.5	3	Meeting with UCC advisors to discuss JSN issues
06/05/2013	Ryan Kielty	2.0	4	Follow-up meeting with Debtors advisors to discuss JSN issues
06/05/2013	Ryan Kielty	2.5	4	Meeting with Debtors advisors to discuss revised waterfall
06/04/2013	Benjamin H. Weingarten	2.0	2	Ocwen True-Up work
06/04/2013	Benjamin H. Weingarten	3.0	2	Walter True-Up work
06/04/2013	Benjamin H. Weingarten	1.5	7	Reviewed updated waterfall
06/04/2013	Jonathan R. Mattern	2.0	2	Ocwen True-Up work
06/04/2013	Jonathan R. Mattern	3.0	2	Walter True-Up work
06/04/2013	Jonathan R. Mattern	1.5	7	Reviewed updated waterfall
06/04/2013	Karn S. Chopra	1.5	7	Reviewed updated waterfall

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Date	Name	Hours	Legend #	Description
06/04/2013	Karn S. Chopra	3.5	11	Meeting to discuss strategy regarding JSN post petition interest
06/04/2013	Marc D. Puntus	1.5	7	Reviewed updated waterfall
06/04/2013	Ryan Kielty	1.5	7	Reviewed updated waterfall
06/03/2013	Benjamin H. Weingarten	3.0	2	Walter True-Up work
06/03/2013	Jonathan R. Mattern	3.0	2	Walter True-Up work
05/31/2013	Benjamin H. Weingarten	1.0	2	Reviewed Walter true-up data
05/31/2013	Benjamin H. Weingarten	1.0	4	Participated in Board of Directors call
05/31/2013	Benjamin H. Weingarten	6.0	11	Worked on JSN collateral analysis
05/31/2013	Jonathan R. Mattern	1.0	2	Reviewed Walter true-up data
05/31/2013	Jonathan R. Mattern	1.0	4	Participated in Board of Directors call
05/31/2013	Jonathan R. Mattern	6.0	11	Worked on JSN collateral analysis
05/31/2013	Karn S. Chopra	1.0	4	Participated in Board of Directors call
05/31/2013	Marc D. Puntus	1.0	4	Participated in Board of Directors call
05/31/2013	Ryan Kielty	1.0	2	Reviewed Walter true-up data
05/31/2013	Ryan Kielty	1.0	4	Participated in Board of Directors call
05/30/2013	Benjamin H. Weingarten	0.5	2	Call with FTI on cure objection deal analysis
05/30/2013	Benjamin H. Weingarten	1.5	2	Reviewed updated Walter true-up data
05/30/2013	Benjamin H. Weingarten	0.5	11	Prepared revised analysis on JSN post-petition interest
05/30/2013	Jonathan R. Mattern	0.5	2	Call with FTI on cure objection deal analysis
05/30/2013	Jonathan R. Mattern	1.5	2	Reviewed updated Walter true-up data
05/30/2013	Jonathan R. Mattern	0.5	11	Prepared revised analysis on JSN post-petition interest
05/30/2013	Karn S. Chopra	0.5	4	Participated in estate catch-up call
05/30/2013	Karn S. Chopra	2.5	11	Internal meeting to discuss expert report for potential JSB litigation
05/30/2013	Karn S. Chopra	2.0	11	Meeting with counsel to discuss expert report for potential JSB litigation
05/30/2013	Marc D. Puntus	0.5	4	Participated in estate catch-up call
05/30/2013	Marc D. Puntus	2.5	11	Internal meeting to discuss expert report for potential JSB litigation
05/30/2013	Marc D. Puntus	2.0	11	Meeting with counsel to discuss expert report for potential JSB litigation
05/30/2013	Ryan Kielty	0.5	2	Call with FTI on cure objection deal analysis
05/30/2013	Ryan Kielty	1.5	2	Reviewed updated Walter true-up data
05/30/2013	Ryan Kielty	0.5	4	Participated in estate catch-up call
05/30/2013	Ryan Kielty	2.5	11	Internal meeting to discuss expert report for potential JSB litigation
05/30/2013	Ryan Kielty	2.0	11	Meeting with counsel to discuss expert report for potential JSB litigation
05/29/2013	Benjamin H. Weingarten	1.5	2	Prepared DBSP sale population analysis
05/29/2013	Benjamin H. Weingarten	1.5	2	Prepared variance analysis on cure objection deal analysis
05/29/2013	Jonathan R. Mattern	1.5	2	Prepared DBSP sale population analysis
05/29/2013	Jonathan R. Mattern	1.5	2	Prepared variance analysis on cure objection deal analysis

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Date	Name	Hours	Legend #	Description
05/28/2013	Jonathan R. Mattern	2.0	2	Reviewed DBSP loan population and prepared stratification
05/28/2013	Karn S. Chopra	1.0	4	Participated in estate catch-up call
05/28/2013	Karn S. Chopra	2.0	7	Call to discuss JSB negotiations
05/28/2013	Marc D. Puntus	1.0	4	Participated in estate catch-up call
05/28/2013	Marc D. Puntus	2.0	7	Call to discuss JSB negotiations
05/28/2013	Ryan Kielty	1.0	4	Participated in estate catch-up call
05/28/2013	Ryan Kielty	2.0	7	Call to discuss JSB negotiations
05/24/2013	Benjamin H. Weingarten	1.0	2	Reviewed DBSP deal sale terms filing
05/24/2013	Jonathan R. Mattern	1.0	2	Reviewed DBSP deal sale terms filing
05/24/2013	Karn S. Chopra	1.0	2	Reviewed DBSP deal sale terms filing
05/24/2013	Ryan Kielty	1.0	2	Reviewed DBSP deal sale terms filing
05/23/2013	Benjamin H. Weingarten	0.5	2	Dataroom work in connection with Walter true-up process
05/23/2013	Benjamin H. Weingarten	2.5	4	Participated in Board of Directors call
05/23/2013	Benjamin H. Weingarten	2.5	7	Reviewed PSA and related filings
05/23/2013	Jonathan R. Mattern	0.5	2	Dataroom work in connection with Walter true-up process
05/23/2013	Jonathan R. Mattern	2.5	4	Participated in Board of Directors call
05/23/2013	Jonathan R. Mattern	2.5	7	Reviewed PSA and related filings
05/23/2013	Karn S. Chopra	2.5	4	Participated in Board of Directors call
05/23/2013	Karn S. Chopra	1.0	4	Prepared board update
05/23/2013	Marc D. Puntus	2.5	4	Participated in Board of Directors call
05/23/2013	Ryan Kielty	2.5	4	Participated in Board of Directors call
05/22/2013	Benjamin H. Weingarten	1.0	2	Assembled data for Walter in connection with true-up process
05/22/2013	Jonathan R. Mattern	1.0	2	Assembled data for Walter in connection with true-up process
05/22/2013	Karn S. Chopra	3.5	3	Meeting with Plan Proponents to discuss waterfall
05/22/2013	Karn S. Chopra	1.0	3	Meeting with UCC Advisors to discuss waterfall
05/22/2013	Karn S. Chopra	1.5	4	Call with Debtor advisors to discuss waterfall
05/22/2013	Marc D. Puntus	3.5	3	Meeting with Plan Proponents to discuss waterfall
05/22/2013	Marc D. Puntus	1.0	3	Meeting with UCC Advisors to discuss waterfall
05/22/2013	Marc D. Puntus	1.5	4	Call with Debtor advisors to discuss waterfall
05/22/2013	Ryan Kielty	3.5	3	Meeting with Plan Proponents to discuss waterfall
05/22/2013	Ryan Kielty	1.0	3	Meeting with UCC Advisors to discuss waterfall
05/22/2013	Ryan Kielty	1.5	4	Call with Debtor advisors to discuss waterfall
05/21/2013	Karn S. Chopra	3.5	3	Meeting with Ally advisors to discuss waterfall
05/21/2013	Karn S. Chopra	1.5	3	Worked with UCC advisors to finalize waterfall to be shared with Ally
05/21/2013	Karn S. Chopra	1.0	4	Participated in estate catch-up call
05/21/2013	Karn S. Chopra	1.5	4	Participated in follow-up estate cash-up call
05/21/2013	Marc D. Puntus	3.5	3	Meeting with Ally advisors to discuss waterfall
05/21/2013	Marc D. Puntus	1.0	4	Participated in estate catch-up call
05/21/2013	Marc D. Puntus	1.5	4	Participated in follow-up estate cash-up call
05/21/2013	Ryan Kielty	3.5	3	Meeting with Ally advisors to discuss waterfall

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Date	Name	Hours	Legend #	Description
05/21/2013	Ryan Kielty	1.5	3	Worked with UCC advisors to finalize waterfall to be shared with Ally
05/21/2013	Ryan Kielty	1.0	4	Participated in estate catch-up call
05/21/2013	Ryan Kielty	1.5	4	Participated in follow-up estate cash-up call
05/20/2013	Benjamin H. Weingarten	0.5	2	Ocwen purchase price true-up work
05/20/2013	Jonathan R. Mattern	0.5	2	Ocwen purchase price true-up work
05/20/2013	Karn S. Chopra	3.0	3	Meeting with UCC members to discuss latest iteration of waterfall
05/20/2013	Marc D. Puntus	3.0	3	Meeting with UCC members to discuss latest iteration of waterfall
05/20/2013	Ryan Kielty	3.0	3	Meeting with UCC members to discuss latest iteration of waterfall
05/19/2013	Karn S. Chopra	2.5	3	Call with UCC and Debtor advisors to discuss supplemental term sheet
05/19/2013	Karn S. Chopra	1.5	7	Drafted language for supplemental term sheet
05/19/2013	Marc D. Puntus	2.5	3	Call with UCC and Debtor advisors to discuss supplemental term sheet
05/19/2013	Ryan Kielty	2.5	3	Call with UCC and Debtor advisors to discuss supplemental term sheet
05/17/2013	Benjamin H. Weingarten	2.5	4	Participated in Board of Directors call
05/17/2013	Jonathan R. Mattern	2.5	4	Participated in Board of Directors call
05/17/2013	Karn S. Chopra	5.0	3	Meeting with UCC and Debtor advisors to discuss various PSA related issues
05/17/2013	Karn S. Chopra	2.5	4	Participated in Board of Directors call
05/17/2013	Marc D. Puntus	5.0	3	Meeting with UCC and Debtor advisors to discuss various PSA related issues
05/17/2013	Marc D. Puntus	2.5	4	Participated in Board of Directors call
05/17/2013	Ryan Kielty	5.0	3	Meeting with UCC and Debtor advisors to discuss various PSA related issues
05/17/2013	Ryan Kielty	2.5	4	Participated in Board of Directors call
05/16/2013	Benjamin H. Weingarten	1.0	2	Call with Ocwen regarding true-up materials
05/16/2013	Benjamin H. Weingarten	1.0	7	Reviewed draft waterfall slides
05/16/2013	Jonathan R. Mattern	1.0	2	Call with Ocwen regarding true-up materials
05/16/2013	Jonathan R. Mattern	1.0	7	Reviewed draft waterfall slides
05/16/2013	Karn S. Chopra	1.0	2	Call with Ocwen regarding true-up materials
05/16/2013	Karn S. Chopra	3.5	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/16/2013	Karn S. Chopra	1.0	4	Participated in estate catch-up call
05/16/2013	Karn S. Chopra	0.5	4	Prepared Board update
05/16/2013	Karn S. Chopra	1.0	7	Reviewed draft waterfall slides
05/16/2013	Karn S. Chopra	2.5	7	Worked on waterfall model
05/16/2013	Marc D. Puntus	3.5	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/16/2013	Marc D. Puntus	1.0	4	Participated in estate catch-up call
05/16/2013	Marc D. Puntus	1.0	7	Reviewed draft waterfall slides
05/16/2013	Ryan Kielty	1.0	2	Call with Ocwen regarding true-up materials
05/16/2013	Ryan Kielty	3.5	3	Meeting with UCC and Debtor advisors to discuss waterfall

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Date	Name	Hours	Legend #	Description
05/16/2013	Ryan Kielty	1.0	4	Participated in estate catch-up call
05/16/2013	Ryan Kielty	1.0	7	Reviewed draft waterfall slides
05/15/2013	Benjamin H. Weingarten	0.5	2	Assisted Ocwen with loan-level diligence request
05/15/2013	Benjamin H. Weingarten	0.5	2	Reviewed revised Syncora deal bids
05/15/2013	Jonathan R. Mattern	0.5	2	Assisted Ocwen with loan-level diligence request
05/15/2013	Jonathan R. Mattern	0.5	2	Reviewed revised Syncora deal bids
05/15/2013	Karn S. Chopra	4.5	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/15/2013	Karn S. Chopra	1.5	7	Worked on waterfall model
05/15/2013	Marc D. Puntus	4.5	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/15/2013	Ryan Kielty	0.5	2	Reviewed revised Syncora deal bids
05/15/2013	Ryan Kielty	4.5	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/14/2013	Benjamin H. Weingarten	0.5	2	Call with MoFo cure objection deal analysis
05/14/2013	Jonathan R. Mattern	0.5	2	Call with MoFo cure objection deal analysis
05/14/2013	Karn S. Chopra	2.0	1	Attended cash collateral hearing
05/14/2013	Karn S. Chopra	3.0	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/14/2013	Karn S. Chopra	2.5	3	Meeting with UCC members to discuss latest iteration of waterfall
05/14/2013	Karn S. Chopra	5.0	7	Worked on waterfall model to run various scenarios and sensitivities
05/14/2013	Marc D. Puntus	2.0	1	Attended cash collateral hearing
05/14/2013	Marc D. Puntus	3.0	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/14/2013	Marc D. Puntus	2.5	3	Meeting with UCC members to discuss latest iteration of waterfall
05/14/2013	Ryan Kielty	2.0	1	Attended cash collateral hearing
05/14/2013	Ryan Kielty	0.5	2	Call with MoFo cure objection deal analysis
05/14/2013	Ryan Kielty	3.0	3	Meeting with UCC and Debtor advisors to discuss waterfall
05/14/2013	Ryan Kielty	2.5	3	Meeting with UCC members to discuss latest iteration of waterfall
05/13/2013	Benjamin H. Weingarten	0.5	2	Reviewed Syncora deal bids
05/13/2013	Benjamin H. Weingarten	2.0	4	Participated in Board of Directors call
05/13/2013	Jonathan R. Mattern	0.5	2	Reviewed Syncora deal bids
05/13/2013	Jonathan R. Mattern	2.0	4	Participated in Board of Directors call
05/13/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss latest waterfall
05/13/2013	Karn S. Chopra	1.5	4	Call with management to discuss cost analysis
05/13/2013	Karn S. Chopra	2.0	4	Participated in Board of Directors call
05/13/2013	Karn S. Chopra	2.5	7	Reviewed and provided commentary on latest waterfall
05/13/2013	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss latest waterfall
05/13/2013	Marc D. Puntus	1.5	4	Call with management to discuss cost analysis
05/13/2013	Marc D. Puntus	2.0	4	Participated in Board of Directors call
05/13/2013	Ryan Kielty	0.5	2	Reviewed Syncora deal bids

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
05/13/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss latest waterfall
05/13/2013	Ryan Kielty	1.5	4	Call with management to discuss cost analysis
05/13/2013	Ryan Kielty	2.0	4	Participated in Board of Directors call
05/12/2013	Benjamin H. Weingarten	1.0	7	Reviewed draft PSA and plan term sheet
05/12/2013	Jonathan R. Mattern	1.0	7	Reviewed draft PSA and plan term sheet
05/12/2013	Karn S. Chopra	1.0	7	Reviewed draft PSA and plan term sheet
05/12/2013	Marc D. Puntus	1.0	7	Reviewed draft PSA and plan term sheet
05/12/2013	Ryan Kielty	1.0	7	Reviewed draft PSA and plan term sheet
05/10/2013	Karn S. Chopra	3.0	4	Prepare update for Board of Directors
05/09/2013	Karn S. Chopra	1.0	3	Call to prepare for upcoming mediation
05/09/2013	Karn S. Chopra	5.5	7	Participated in mediation session led by Judge Peck
05/09/2013	Karn S. Chopra	0.5	7	Prepared materials for mediation
05/09/2013	Marc D. Puntus	1.0	3	Call to prepare for upcoming mediation
05/09/2013	Marc D. Puntus	5.5	7	Participated in mediation session led by Judge Peck
05/09/2013	Ryan Kielty	1.0	3	Call to prepare for upcoming mediation
05/09/2013	Ryan Kielty	5.5	7	Participated in mediation session led by Judge Peck
05/08/2013	Benjamin H. Weingarten	2.0	2	Prepared true-up analysis and supplementary materials
05/08/2013	Benjamin H. Weingarten	1.0	7	Reviewed draft plan term sheet
05/08/2013	Jonathan R. Mattern	2.0	2	Prepared true-up analysis and supplementary materials
05/08/2013	Jonathan R. Mattern	1.0	7	Reviewed draft plan term sheet
05/08/2013	Karn S. Chopra	1.5	6	Call to discuss JSB discovery and document production
05/08/2013	Karn S. Chopra	3.5	6	Reviewed files to gather information requested for document production
05/08/2013	Karn S. Chopra	1.0	7	Reviewed draft plan term sheet
05/08/2013	Marc D. Puntus	1.5	6	Call to discuss JSB discovery and document production
05/08/2013	Marc D. Puntus	1.0	7	Reviewed draft plan term sheet
05/08/2013	Ryan Kielty	1.5	6	Call to discuss JSB discovery and document production
05/08/2013	Ryan Kielty	1.0	7	Reviewed draft plan term sheet
05/07/2013	Benjamin H. Weingarten	0.5	7	Reviewed updated wind-down materials
05/07/2013	Jonathan R. Mattern	0.5	7	Reviewed updated wind-down materials
05/07/2013	Karn S. Chopra	3.5	1	Attended exclusivity hearing
05/07/2013	Karn S. Chopra	1.0	1	Pre-meeting before exclusivity hearing
05/07/2013	Karn S. Chopra	0.5	7	Reviewed updated wind-down materials
05/07/2013	Marc D. Puntus	3.5	1	Attended exclusivity hearing
05/07/2013	Marc D. Puntus	1.0	1	Pre-meeting before exclusivity hearing
05/07/2013	Marc D. Puntus	0.5	7	Reviewed updated wind-down materials
05/07/2013	Ryan Kielty	3.5	1	Attended exclusivity hearing
05/07/2013	Ryan Kielty	1.0	1	Pre-meeting before exclusivity hearing
05/07/2013	Ryan Kielty	0.5	7	Reviewed updated wind-down materials

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Date	Name	Hours	Legend #	Description
05/06/2013	Benjamin H. Weingarten	1.0	11	Prepared analysis on JSN post-petition interest
05/06/2013	Jonathan R. Mattern	2.0	1	Data room clean-up work
05/06/2013	Jonathan R. Mattern	2.0	1	Prepared timesheets and monthly fee application
05/06/2013	Jonathan R. Mattern	1.0	11	Prepared analysis on JSN post-petition interest
05/06/2013	Karn S. Chopra	0.5	5	Call to discuss updated cash collateral analysis
05/06/2013	Karn S. Chopra	4.5	6	Attended Marc Puntus deposition
05/06/2013	Karn S. Chopra	2.5	6	Participated in Marc Puntus deposition preparation
05/06/2013	Marc D. Puntus	0.5	5	Call to discuss updated cash collateral analysis
05/06/2013	Marc D. Puntus	4.5	6	Attended Marc Puntus deposition
05/06/2013	Marc D. Puntus	2.5	6	Participated in Marc Puntus deposition preparation
05/06/2013	Ryan Kielty	0.5	5	Call to discuss updated cash collateral analysis
05/06/2013	Ryan Kielty	4.5	6	Attended Marc Puntus deposition
05/06/2013	Ryan Kielty	2.5	6	Participated in Marc Puntus deposition preparation
05/05/2013	Benjamin H. Weingarten	5.0	1	Prepared timesheet
05/03/2013	Karn S. Chopra	1.5	5	Call to discuss cash collateral alternatives
05/03/2013	Karn S. Chopra	3.5	5	Prepared analysis of excluded deals to determine cash collateral needs
05/03/2013	Marc D. Puntus	1.5	5	Call to discuss cash collateral alternatives
05/03/2013	Ryan Kielty	1.5	5	Call to discuss cash collateral alternatives
05/02/2013	Benjamin H. Weingarten	0.5	2	Assisted Debtor on loan-level diligence request
05/02/2013	Benjamin H. Weingarten	7.0	7	Participated in mediation session led by Judge Peck
05/02/2013	Benjamin H. Weingarten	0.5	7	Reviewed updated wind-down materials
05/02/2013	Jonathan R. Mattern	0.5	2	Assisted Debtor on loan-level diligence request
05/02/2013	Jonathan R. Mattern	0.5	7	Reviewed updated wind-down materials
05/02/2013	Karn S. Chopra	2.5	3	Call with UCC advisors to prepare for mediation
05/02/2013	Karn S. Chopra	7.0	7	Participated in mediation session led by Judge Peck
05/02/2013	Karn S. Chopra	0.5	7	Reviewed updated wind-down materials
05/02/2013	Marc D. Puntus	2.5	3	Call with UCC advisors to prepare for mediation
05/02/2013	Marc D. Puntus	7.0	7	Participated in mediation session led by Judge Peck
05/02/2013	Marc D. Puntus	0.5	7	Reviewed updated wind-down materials
05/02/2013	Ryan Kielty	2.5	3	Call with UCC advisors to prepare for mediation
05/02/2013	Ryan Kielty	7.0	7	Participated in mediation session led by Judge Peck
05/02/2013	Ryan Kielty	0.5	7	Reviewed updated wind-down materials
05/01/2013	Benjamin H. Weingarten	1.0	11	Reviewed Ally earnings transcript and presentation
05/01/2013	Benjamin H. Weingarten	0.5	11	Reviewed draft JSN complaint
05/01/2013	Jonathan R. Mattern	1.0	11	Reviewed Ally earnings transcript and presentation
05/01/2013	Jonathan R. Mattern	0.5	11	Reviewed draft JSN complaint

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Date	Name	Hours	Legend #	Description
05/01/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss mediation presentation
05/01/2013	Karn S. Chopra	1.0	4	Call with management to discuss mediation presentation
05/01/2013	Karn S. Chopra	4.5	7	Draft slides for mediation presentation
05/01/2013	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss mediation presentation
05/01/2013	Marc D. Puntus	1.0	4	Call with management to discuss mediation presentation
05/01/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss mediation presentation
05/01/2013	Ryan Kielty	1.0	4	Call with management to discuss mediation presentation
05/01/2013	Ryan Kielty	0.5	11	Reviewed draft JSN complaint
04/30/2013	Karn S. Chopra	0.5	7	Reviewed and provided comments on JSB complaint
04/30/2013	Karn S. Chopra	0.5	7	Reviewed JSB objection to exclusivity and provided commentary for response
04/29/2013	Benjamin H. Weingarten	0.5	1	Call with co-advisor regarding dataroom maintenance
04/29/2013	Benjamin H. Weingarten	0.5	11	Reviewed Snellenbarger Declaration
04/29/2013	Jonathan R. Mattern	0.5	1	Call with co-advisor regarding dataroom maintenance
04/29/2013	Jonathan R. Mattern	2.0	1	Dataroom cleanup
04/29/2013	Karn S. Chopra	0.5	7	Prepared analysis to support JSB paydown
04/26/2013	Benjamin H. Weingarten	2.0	4	Board call
04/26/2013	Jonathan R. Mattern	2.0	4	Board call
04/26/2013	Karn S. Chopra	2.0	4	Board call
04/26/2013	Marc D. Puntus	2.0	4	Board call
04/26/2013	Ryan Kielty	2.0	4	Board call
04/25/2013	Benjamin H. Weingarten	0.5	7	Reviewed draft JSN prepayment analysis
04/25/2013	Benjamin H. Weingarten	1.5	11	Reviewed draft JSN complaint
04/25/2013	Jonathan R. Mattern	0.5	7	Reviewed draft JSN prepayment analysis
04/25/2013	Jonathan R. Mattern	1.5	11	Reviewed draft JSN complaint
04/25/2013	Karn S. Chopra	0.5	4	Prepared slides for board call
04/25/2013	Karn S. Chopra	2.5	7	Provided comments on latest waterfall scenarios
04/25/2013	Karn S. Chopra	0.5	7	Reviewed draft JSN prepayment analysis
04/25/2013	Karn S. Chopra	1.5	11	Reviewed draft JSN complaint
04/25/2013	Marc D. Puntus	0.5	7	Reviewed draft JSN prepayment analysis
04/25/2013	Marc D. Puntus	1.5	11	Reviewed draft JSN complaint
04/25/2013	Ryan Kielty	0.5	7	Reviewed draft JSN prepayment analysis
04/25/2013	Ryan Kielty	1.5	11	Reviewed draft JSN complaint
04/24/2013	Benjamin H. Weingarten	1.5	1	Assembled documents for Puntus deposition prep
04/24/2013	Benjamin H. Weingarten	1.5	2	True-up data tape work
04/24/2013	Jonathan R. Mattern	1.5	2	True-up data tape work
04/24/2013	Karn S. Chopra	1.5	4	Call to discuss expense projections

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Date	Name	Hours	Legend #	Description
04/24/2013	Karn S. Chopra	1.0	4	Follow-up call to discuss expense projections
04/24/2013	Karn S. Chopra	0.5	5	Call to discuss JSB discovery re: cash collateral
04/24/2013	Marc D. Puntus	1.5	4	Call to discuss expense projections
04/24/2013	Marc D. Puntus	1.0	4	Follow-up call to discuss expense projections
04/24/2013	Marc D. Puntus	0.5	5	Call to discuss JSB discovery re: cash collateral
04/24/2013	Ryan Kielty	1.5	4	Call to discuss expense projections
04/24/2013	Ryan Kielty	1.0	4	Follow-up call to discuss expense projections
04/24/2013	Ryan Kielty	0.5	5	Call to discuss JSB discovery re: cash collateral
04/23/2013	Benjamin H. Weingarten	0.5	2	Assisted co-advisor with true-up inquiry
04/23/2013	Benjamin H. Weingarten	0.5	2	Performed purchase price analysis on selected removed deals
04/23/2013	Benjamin H. Weingarten	0.5	4	Board call
04/23/2013	Benjamin H. Weingarten	10.0	7	Day 2 - ResCap Global Mediation
04/23/2013	Jonathan R. Mattern	0.5	2	Performed purchase price analysis on selected removed deals
04/23/2013	Jonathan R. Mattern	0.5	4	Board call
04/23/2013	Karn S. Chopra	0.5	4	Board call
04/23/2013	Karn S. Chopra	10.0	7	Day 2 - ResCap Global Mediation
04/23/2013	Marc D. Puntus	0.5	4	Board call
04/23/2013	Marc D. Puntus	10.0	7	Day 2 - ResCap Global Mediation
04/23/2013	Ryan Kielty	0.5	2	Assisted co-advisor with true-up inquiry
04/23/2013	Ryan Kielty	0.5	4	Board call
04/23/2013	Ryan Kielty	10.0	7	Day 2 - ResCap Global Mediation
04/22/2013	Benjamin H. Weingarten	15.0	7	Day 1 - ResCap Global Mediation
04/22/2013	Karn S. Chopra	15.0	7	Day 1 - ResCap Global Mediation
04/22/2013	Marc D. Puntus	15.0	7	Day 1 - ResCap Global Mediation
04/22/2013	Ryan Kielty	15.0	7	Day 1 - ResCap Global Mediation
04/21/2013	Benjamin H. Weingarten	1.5	7	Reviewed waterfall materials
04/21/2013	Jonathan R. Mattern	1.5	7	Reviewed waterfall materials
04/21/2013	Karn S. Chopra	1.5	7	Reviewed waterfall materials
04/21/2013	Marc D. Puntus	1.5	7	Reviewed waterfall materials
04/21/2013	Ryan Kielty	1.5	7	Reviewed waterfall materials
04/20/2013	Benjamin H. Weingarten	1.5	7	Reviewed waterfall materials
04/20/2013	Jonathan R. Mattern	1.5	7	Reviewed waterfall materials
04/20/2013	Karn S. Chopra	1.5	7	Reviewed waterfall materials
04/20/2013	Marc D. Puntus	1.5	7	Reviewed waterfall materials
04/20/2013	Ryan Kielty	1.5	7	Reviewed waterfall materials
04/19/2013	Benjamin H. Weingarten	1.5	7	Reviewed waterfall materials
04/19/2013	Jonathan R. Mattern	1.5	7	Reviewed waterfall materials
04/19/2013	Karn S. Chopra	2.0	3	Call with Lazard to discuss mediation dynamics and next steps
04/19/2013	Karn S. Chopra	2.5	7	Meeting to finalize mediation presentation
04/19/2013	Karn S. Chopra	1.5	7	Reviewed waterfall materials
04/19/2013	Karn S. Chopra	1.5	11	Internal meeting to discuss work streams during mediation

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Date	Name	Hours	Legend #	Description
04/19/2013	Marc D. Puntus	2.0	3	Call with Lazard to discuss mediation dynamics and next steps
04/19/2013	Marc D. Puntus	2.5	7	Meeting to finalize mediation presentation
04/19/2013	Marc D. Puntus	1.5	7	Reviewed waterfall materials
04/19/2013	Marc D. Puntus	1.5	11	Internal meeting to discuss work streams during mediation
04/19/2013	Ryan Kielty	2.0	3	Call with Lazard to discuss mediation dynamics and next steps
04/19/2013	Ryan Kielty	2.5	7	Meeting to finalize mediation presentation
04/19/2013	Ryan Kielty	1.5	7	Reviewed waterfall materials
04/19/2013	Ryan Kielty	1.5	11	Internal meeting to discuss work streams during mediation
04/18/2013	Benjamin H. Weingarten	1.0	2	Removed deal purchase price analysis
04/18/2013	Benjamin H. Weingarten	1.5	2	True-up data tape work
04/18/2013	Benjamin H. Weingarten	2.0	7	RMBS trust purchase price analysis
04/18/2013	Jonathan R. Mattern	1.0	2	Removed deal purchase price analysis
04/18/2013	Jonathan R. Mattern	1.5	2	True-up data tape work
04/18/2013	Jonathan R. Mattern	2.0	7	RMBS trust purchase price analysis
04/18/2013	Karn S. Chopra	4.5	7	Meeting with Judge Peck and UCC to prepare for mediation
04/18/2013	Karn S. Chopra	1.5	7	Reviewed latest waterfall to be discussed with Judge Peck
04/18/2013	Marc D. Puntus	4.5	7	Meeting with Judge Peck and UCC to prepare for mediation
04/18/2013	Marc D. Puntus	1.5	7	Reviewed latest waterfall to be discussed with Judge Peck
04/18/2013	Ryan Kielty	4.5	7	Meeting with Judge Peck and UCC to prepare for mediation
04/18/2013	Ryan Kielty	1.5	7	Reviewed latest waterfall to be discussed with Judge Peck
04/17/2013	Benjamin H. Weingarten	1.0	2	Sale process call with the Company and potential bidders
04/17/2013	Benjamin H. Weingarten	1.0	7	Reviewed draft waterfall presentation
04/17/2013	Benjamin H. Weingarten	2.0	7	RMBS trust purchase price analysis
04/17/2013	Jonathan R. Mattern	1.0	7	Reviewed draft waterfall presentation
04/17/2013	Jonathan R. Mattern	2.0	7	RMBS trust purchase price analysis
04/17/2013	Karn S. Chopra	1.0	2	Sale process call with the Company and potential bidders
04/17/2013	Karn S. Chopra	5.0	7	Attended meeting to discuss GUC estimates and borrower estimates
04/17/2013	Karn S. Chopra	1.0	7	Call regarding mediation preparation
04/17/2013	Karn S. Chopra	1.0	7	Reviewed draft waterfall presentation
04/17/2013	Marc D. Puntus	1.0	2	Sale process call with the Company and potential bidders
04/17/2013	Marc D. Puntus	5.0	7	Attended meeting to discuss GUC estimates and borrower estimates
04/17/2013	Marc D. Puntus	1.0	7	Call regarding mediation preparation
04/17/2013	Marc D. Puntus	1.0	7	Reviewed draft waterfall presentation

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Date	Name	Hours	Legend #	Description
04/17/2013	Ryan Kielty	1.0	2	Sale process call with the Company and potential bidders
04/17/2013	Ryan Kielty	5.0	7	Attended meeting to discuss GUC estimates and borrower estimates
04/17/2013	Ryan Kielty	1.0	7	Call regarding mediation preparation
04/17/2013	Ryan Kielty	1.0	7	Reviewed draft waterfall presentation
04/16/2013	Benjamin H. Weingarten	2.5	3	Call with Ally to discuss mediation dynamics and potential forms of currency from Ally
04/16/2013	Benjamin H. Weingarten	1.0	7	Mediation call with the Company's advisors and UCC
04/16/2013	Benjamin H. Weingarten	0.5	7	Mediation prep call with the Company's advisors
04/16/2013	Benjamin H. Weingarten	1.5	7	Reviewed memo regarding mediation talking points
04/16/2013	Benjamin H. Weingarten	3.0	7	RMBS trust liability exposure analysis
04/16/2013	Karn S. Chopra	2.5	3	Call with Ally to discuss mediation dynamics and potential forms of currency from Ally
04/16/2013	Karn S. Chopra	1.0	7	Mediation call with the Company's advisors and UCC
04/16/2013	Karn S. Chopra	0.5	7	Mediation prep call with the Company's advisors
04/16/2013	Karn S. Chopra	2.0	7	Reviewed and created scenarios based on latest waterfall
04/16/2013	Karn S. Chopra	1.5	7	Reviewed memo regarding mediation talking points
04/16/2013	Marc D. Puntus	2.5	3	Call with Ally to discuss mediation dynamics and potential forms of currency from Ally
04/16/2013	Marc D. Puntus	1.0	7	Mediation call with the Company's advisors and UCC
04/16/2013	Marc D. Puntus	0.5	7	Mediation prep call with the Company's advisors
04/16/2013	Marc D. Puntus	1.5	7	Reviewed memo regarding mediation talking points
04/16/2013	Ryan Kielty	2.5	3	Call with Ally to discuss mediation dynamics and potential forms of currency from Ally
04/16/2013	Ryan Kielty	1.0	7	Mediation call with the Company's advisors and UCC
04/16/2013	Ryan Kielty	0.5	7	Mediation prep call with the Company's advisors
04/16/2013	Ryan Kielty	1.5	7	Reviewed memo regarding mediation talking points
04/15/2013	Benjamin H. Weingarten	1.0	7	RMBS trust liability exposure analysis
04/15/2013	Karn S. Chopra	0.5	4	Participated in bi-weekly call with management
04/15/2013	Karn S. Chopra	1.5	7	Meeting to discuss mediation strategy
04/15/2013	Karn S. Chopra	4.5	11	Meeting with debtor's advisors about plan economics
04/15/2013	Marc D. Puntus	0.5	4	Participated in bi-weekly call with management
04/15/2013	Marc D. Puntus	1.5	7	Meeting to discuss mediation strategy
04/15/2013	Marc D. Puntus	4.5	11	Meeting with debtor's advisors about plan economics
04/15/2013	Ryan Kielty	0.5	4	Participated in bi-weekly call with management
04/15/2013	Ryan Kielty	1.5	7	Meeting to discuss mediation strategy

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Date	Name	Hours	Legend #	Description
04/15/2013	Ryan Kielty	4.5	11	Meeting with debtor's advisors about plan economics
04/14/2013	Karn S. Chopra	1.5	7	Updated slides on constituent perspectives based on comments received
04/13/2013	Benjamin H. Weingarten	1.0	7	Mediation prep call with the Company's advisors
04/13/2013	Karn S. Chopra	5.5	7	Drafted summary of constituent perspectives for mediation purposes
04/13/2013	Karn S. Chopra	1.0	7	Mediation prep call with the Company's advisors
04/13/2013	Marc D. Puntus	1.0	7	Mediation prep call with the Company's advisors
04/13/2013	Ryan Kielty	1.0	7	Mediation prep call with the Company's advisors
04/12/2013	Benjamin H. Weingarten	1.0	2	Sale process discussion
04/12/2013	Benjamin H. Weingarten	1.5	4	Board call
04/12/2013	Benjamin H. Weingarten	1.0	11	Reviewed intercompany transaction analysis
04/12/2013	Jonathan R. Mattern	1.0	2	Sale process discussion
04/12/2013	Jonathan R. Mattern	1.5	4	Board call
04/12/2013	Jonathan R. Mattern	1.0	11	Reviewed intercompany transaction analysis
04/12/2013	Karn S. Chopra	1.0	2	Call to discuss potential FHA loan sale process to single buyer
04/12/2013	Karn S. Chopra	1.0	2	Sale process discussion
04/12/2013	Karn S. Chopra	0.5	3	Call to discuss FGIC commutation proposal
04/12/2013	Karn S. Chopra	1.5	4	Board call
04/12/2013	Karn S. Chopra	3.0	7	Attended mediation planning session
04/12/2013	Karn S. Chopra	1.0	11	Reviewed intercompany transaction analysis
04/12/2013	Marc D. Puntus	1.0	2	Call to discuss potential FHA loan sale process to single buyer
04/12/2013	Marc D. Puntus	1.0	2	Sale process discussion
04/12/2013	Marc D. Puntus	0.5	3	Call to discuss FGIC commutation proposal
04/12/2013	Marc D. Puntus	1.5	4	Board call
04/12/2013	Marc D. Puntus	3.0	7	Attended mediation planning session
04/12/2013	Marc D. Puntus	1.0	11	Reviewed intercompany transaction analysis
04/12/2013	Ryan Kielty	1.0	2	Call to discuss potential FHA loan sale process to single buyer
04/12/2013	Ryan Kielty	1.0	2	Sale process discussion
04/12/2013	Ryan Kielty	0.5	3	Call to discuss FGIC commutation proposal
04/12/2013	Ryan Kielty	1.5	4	Board call
04/12/2013	Ryan Kielty	3.0	7	Attended mediation planning session
04/12/2013	Ryan Kielty	1.0	11	Reviewed intercompany transaction analysis
04/11/2013	Karn S. Chopra	2.5	4	Call to discuss MBIA/FGIC financial strength and motivations
04/11/2013	Karn S. Chopra	2.5	7	Prepared analysis of MBIA/FGIC financial strength and motivations
04/11/2013	Marc D. Puntus	2.5	4	Call to discuss MBIA/FGIC financial strength and motivations
04/11/2013	Ryan Kielty	2.5	4	Call to discuss MBIA/FGIC financial strength and motivations
04/10/2013	Benjamin H. Weingarten	0.5	2	Assembled sample data tape for co-advisor regarding removed deals from Platform sale

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Date	Name	Hours	Legend #	Description
04/10/2013	Benjamin H. Weingarten	0.5	2	Call with co-advisor regarding removed deals from Platform sale
04/10/2013	Benjamin H. Weingarten	1.0	2	Prepared analysis on certain removed deals
04/10/2013	Benjamin H. Weingarten	1.0	11	Reviewed draft complain against JSNs
04/10/2013	Jonathan R. Mattern	0.5	2	Assembled sample data tape for co-advisor regarding removed deals from Platform sale
04/10/2013	Jonathan R. Mattern	0.5	2	Call with co-advisor regarding removed deals from Platform sale
04/10/2013	Jonathan R. Mattern	1.0	2	Prepared analysis on certain removed deals
04/10/2013	Jonathan R. Mattern	1.0	11	Reviewed draft complain against JSNs
04/10/2013	Karn S. Chopra	1.5	2	Call to discuss Syncora sale process
04/10/2013	Karn S. Chopra	0.5	2	Call with co-advisor regarding removed deals from Platform sale
04/10/2013	Karn S. Chopra	0.5	2	Call with potential FHA loan bidder
04/10/2013	Karn S. Chopra	1.0	2	Meeting to discuss FHA sale process with specific bidder
04/10/2013	Karn S. Chopra	1.0	11	Call with debtor's advisors regarding mediation strategy
04/10/2013	Karn S. Chopra	1.0	11	Reviewed draft complain against JSNs
04/10/2013	Marc D. Puntus	1.5	2	Call to discuss Syncora sale process
04/10/2013	Marc D. Puntus	0.5	2	Call with co-advisor regarding removed deals from Platform sale
04/10/2013	Marc D. Puntus	0.5	2	Call with potential FHA loan bidder
04/10/2013	Marc D. Puntus	1.0	2	Meeting to discuss FHA sale process with specific bidder
04/10/2013	Marc D. Puntus	1.0	11	Call with debtor's advisors regarding mediation strategy
04/10/2013	Marc D. Puntus	1.0	11	Reviewed draft complain against JSNs
04/10/2013	Ryan Kielty	1.5	2	Call to discuss Syncora sale process
04/10/2013	Ryan Kielty	0.5	2	Call with co-advisor regarding removed deals from Platform sale
04/10/2013	Ryan Kielty	0.5	2	Call with potential FHA loan bidder
04/10/2013	Ryan Kielty	1.0	2	Meeting to discuss FHA sale process with specific bidder
04/10/2013	Ryan Kielty	1.0	11	Call with debtor's advisors regarding mediation strategy
04/10/2013	Ryan Kielty	1.0	11	Reviewed draft complain against JSNs
04/09/2013	Benjamin H. Weingarten	1.0	2	Historical data tape work
04/09/2013	Benjamin H. Weingarten	0.5	2	Reviewed data tapes prepared in connection with cure objection negotiations
04/09/2013	Benjamin H. Weingarten	1.5	2	True-up data tape work
04/09/2013	Benjamin H. Weingarten	0.5	7	Reviewed assumptions behind creditor draft waterfall model
04/09/2013	Jonathan R. Mattern	1.0	2	Historical data tape work
04/09/2013	Jonathan R. Mattern	0.5	2	Reviewed data tapes prepared in connection with cure objection negotiations
04/09/2013	Jonathan R. Mattern	1.5	2	True-up data tape work
04/09/2013	Karn S. Chopra	0.5	4	Call to discuss Horner declaration

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Date	Name	Hours	Legend #	Description
04/09/2013	Karn S. Chopra	2.0	5	Read and commented on Horner declaration
04/09/2013	Karn S. Chopra	1.5	7	Prepared response to RMBS/Monoline waterall
04/09/2013	Karn S. Chopra	0.5	7	Reviewed assumptions behind creditor draft waterfall model
04/09/2013	Karn S. Chopra	2.5	11	Call with debtor's advisors regarding mediation strategy
04/09/2013	Marc D. Puntus	0.5	4	Call to discuss Horner declaration
04/09/2013	Marc D. Puntus	2.5	11	Call with debtor's advisors regarding mediation strategy
04/09/2013	Ryan Kielty	0.5	2	Reviewed data tapes prepared in connection with cure objection negotiations
04/09/2013	Ryan Kielty	0.5	4	Call to discuss Horner declaration
04/09/2013	Ryan Kielty	0.5	7	Reviewed assumptions behind creditor draft waterfall model
04/09/2013	Ryan Kielty	2.5	11	Call with debtor's advisors regarding mediation strategy
04/08/2013	Benjamin H. Weingarten	2.0	2	True-up data tape work
04/08/2013	Benjamin H. Weingarten	1.0	3	Assisted JSN advisors with data tape inquiries
04/08/2013	Jonathan R. Mattern	2.0	2	True-up data tape work
04/08/2013	Jonathan R. Mattern	1.0	3	Assisted JSN advisors with data tape inquiries
04/08/2013	Karn S. Chopra	2.0	3	Call with various stakeholders to discuss RMBS/Monoline term sheet
04/08/2013	Karn S. Chopra	2.5	3	Meeting with UCC advisors about mediation planning
04/08/2013	Marc D. Puntus	2.0	3	Call with various stakeholders to discuss RMBS/Monoline term sheet
04/08/2013	Marc D. Puntus	2.5	3	Meeting with UCC advisors about mediation planning
04/08/2013	Ryan Kielty	2.0	3	Call with various stakeholders to discuss RMBS/Monoline term sheet
04/08/2013	Ryan Kielty	2.5	3	Meeting with UCC advisors about mediation planning
04/07/2013	Benjamin H. Weingarten	0.5	7	Reviewed creditor draft waterfall model
04/07/2013	Jonathan R. Mattern	0.5	7	Reviewed creditor draft waterfall model
04/07/2013	Karn S. Chopra	0.5	7	Reviewed creditor draft waterfall model
04/07/2013	Marc D. Puntus	0.5	7	Reviewed creditor draft waterfall model
04/07/2013	Ryan Kielty	0.5	7	Reviewed creditor draft waterfall model
04/06/2013	Benjamin H. Weingarten	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/06/2013	Jonathan R. Mattern	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/06/2013	Karn S. Chopra	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/06/2013	Marc D. Puntus	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/06/2013	Ryan Kielty	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/05/2013	Benjamin H. Weingarten	1.0	1	Reviewed draft continued use of cash collateral motion and interim order

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Residential Capital, LLC
 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
04/05/2013	Benjamin H. Weingarten	0.5	2	Assisted the Company in connection with Whole Loan sale inquiry
04/05/2013	Benjamin H. Weingarten	0.5	2	Prepared sample data tape fields in connection with cure objection negotiations
04/05/2013	Benjamin H. Weingarten	2.0	2	True-up data tape work
04/05/2013	Benjamin H. Weingarten	1.0	4	Board call
04/05/2013	Benjamin H. Weingarten	0.5	4	Call on servicing advances
04/05/2013	Benjamin H. Weingarten	0.5	4	Call to discuss revised expense allocation analysis
04/05/2013	Benjamin H. Weingarten	0.5	7	Reviewed legal memo regarding AFI settlement
04/05/2013	Benjamin H. Weingarten	0.5	11	Reviewed illustrative expense allocation analysis
04/05/2013	Jonathan R. Mattern	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/05/2013	Jonathan R. Mattern	2.0	2	True-up data tape work
04/05/2013	Jonathan R. Mattern	1.0	4	Board call
04/05/2013	Jonathan R. Mattern	0.5	4	Call on servicing advances
04/05/2013	Jonathan R. Mattern	0.5	4	Call to discuss revised expense allocation analysis
04/05/2013	Jonathan R. Mattern	0.5	7	Reviewed legal memo regarding AFI settlement
04/05/2013	Jonathan R. Mattern	0.5	11	Reviewed illustrative expense allocation analysis
04/05/2013	Karn S. Chopra	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/05/2013	Karn S. Chopra	1.0	4	Board call
04/05/2013	Karn S. Chopra	0.5	4	Call to discuss revised expense allocation analysis
04/05/2013	Karn S. Chopra	2.0	4	Finalized board materials
04/05/2013	Karn S. Chopra	1.5	7	Call to discuss positives/negatives of RMBS/Monoline term sheet
04/05/2013	Karn S. Chopra	0.5	7	Reviewed legal memo regarding AFI settlement
04/05/2013	Karn S. Chopra	0.5	11	Reviewed illustrative expense allocation analysis
04/05/2013	Marc D. Puntus	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/05/2013	Marc D. Puntus	1.0	4	Board call
04/05/2013	Marc D. Puntus	0.5	4	Call to discuss revised expense allocation analysis
04/05/2013	Marc D. Puntus	1.5	7	Call to discuss positives/negatives of RMBS/Monoline term sheet
04/05/2013	Marc D. Puntus	0.5	7	Reviewed legal memo regarding AFI settlement
04/05/2013	Marc D. Puntus	0.5	11	Reviewed illustrative expense allocation analysis
04/05/2013	Ryan Kielty	1.0	1	Reviewed draft continued use of cash collateral motion and interim order
04/05/2013	Ryan Kielty	1.0	4	Board call
04/05/2013	Ryan Kielty	0.5	4	Call on servicing advances
04/05/2013	Ryan Kielty	0.5	4	Call to discuss revised expense allocation analysis
04/05/2013	Ryan Kielty	2.0	4	Finalized board materials
04/05/2013	Ryan Kielty	1.5	7	Call to discuss positives/negatives of RMBS/Monoline term sheet

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
04/05/2013	Ryan Kielty	0.5	7	Reviewed legal memo regarding AFI settlement
04/05/2013	Ryan Kielty	0.5	11	Reviewed illustrative expense allocation analysis
04/04/2013	Benjamin H. Weingarten	1.0	1	Reviewed summary judgment motions on subordination of security claims
04/04/2013	Benjamin H. Weingarten	0.5	2	Call with the Company regarding true-up data tapes
04/04/2013	Benjamin H. Weingarten	0.5	2	Prepared draft Walter purchase price calculation for the Company
04/04/2013	Benjamin H. Weingarten	1.0	2	True-up data tape work
04/04/2013	Benjamin H. Weingarten	1.0	7	Reviwed settlement proposal
04/04/2013	Jonathan R. Mattern	1.0	1	Prepared monthly fee statement
04/04/2013	Jonathan R. Mattern	2.0	1	Prepared timesheets
04/04/2013	Jonathan R. Mattern	0.5	2	Call with the Company regarding true-up data tapes
04/04/2013	Jonathan R. Mattern	0.5	2	Prepared draft Walter purchase price calculation for the Company
04/04/2013	Jonathan R. Mattern	1.0	2	True-up data tape work
04/04/2013	Jonathan R. Mattern	1.0	7	Reviwed settlement proposal
04/04/2013	Karn S. Chopra	2.5	3	Call with various JSB noteholders regarding plan negotiations
04/04/2013	Karn S. Chopra	0.5	7	Call with Blackstone regarding term sheet waterfall
04/04/2013	Karn S. Chopra	2.0	7	Reviewed and commented on RMBS/Monoline waterfall
04/04/2013	Karn S. Chopra	3.5	7	Reviewed RMBS/Monoline term sheet
04/04/2013	Karn S. Chopra	1.0	7	Reviwed settlement proposal
04/04/2013	Karn S. Chopra	2.5	11	Internal meeting to discuss RMBS/Monoline term sheet
04/04/2013	Marc D. Puntus	2.5	3	Call with various JSB noteholders regarding plan negotiations
04/04/2013	Marc D. Puntus	0.5	7	Call with Blackstone regarding term sheet waterfall
04/04/2013	Marc D. Puntus	2.0	7	Reviewed and commented on RMBS/Monoline waterfall
04/04/2013	Marc D. Puntus	3.5	7	Reviewed RMBS/Monoline term sheet
04/04/2013	Marc D. Puntus	1.0	7	Reviwed settlement proposal
04/04/2013	Marc D. Puntus	2.5	11	Internal meeting to discuss RMBS/Monoline term sheet
04/04/2013	Ryan Kielty	2.5	3	Call with various JSB noteholders regarding plan negotiations
04/04/2013	Ryan Kielty	0.5	7	Call with Blackstone regarding term sheet waterfall
04/04/2013	Ryan Kielty	2.0	7	Reviewed and commented on RMBS/Monoline waterfall
04/04/2013	Ryan Kielty	3.5	7	Reviewed RMBS/Monoline term sheet
04/04/2013	Ryan Kielty	1.0	7	Reviwed settlement proposal
04/04/2013	Ryan Kielty	2.5	11	Internal meeting to discuss RMBS/Monoline term sheet
04/03/2013	Benjamin H. Weingarten	1.0	1	Edited Puntus Cash Collateral Declaration

Detail Report (by Date)

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
04/03/2013	Benjamin H. Weingarten	2.0	2	True-up data tape work
04/03/2013	Jonathan R. Mattern	2.0	2	True-up data tape work
04/03/2013	Karn S. Chopra	1.0	2	Call with Berkshire to finalize negotiations
04/03/2013	Karn S. Chopra	1.5	4	Call to discuss revised expense allocation analysis
04/03/2013	Karn S. Chopra	1.5	4	Drafted slides for Board update call
04/03/2013	Karn S. Chopra	2.5	5	Reviewed updated expense allocation analysis
04/03/2013	Marc D. Puntus	1.0	2	Call with Berkshire to finalize negotiations
04/03/2013	Marc D. Puntus	1.5	4	Call to discuss revised expense allocation analysis
04/03/2013	Marc D. Puntus	2.5	5	Reviewed updated expense allocation analysis
04/03/2013	Ryan Kielty	1.0	2	Call with Berkshire to finalize negotiations
04/03/2013	Ryan Kielty	1.5	4	Call to discuss revised expense allocation analysis
04/03/2013	Ryan Kielty	2.5	5	Reviewed updated expense allocation analysis
04/02/2013	Benjamin H. Weingarten	2.5	1	Assembled documents on RMBS settlement for team
04/02/2013	Benjamin H. Weingarten	0.5	2	Assisted Company in data tape analysis
04/02/2013	Jonathan R. Mattern	0.5	2	Assisted Company in data tape analysis
04/02/2013	Karn S. Chopra	1.5	4	Call with management to discuss Berkshire settlement
04/02/2013	Karn S. Chopra	0.5	4	Participated in bi-weekly call with management
04/02/2013	Marc D. Puntus	1.5	4	Call with management to discuss Berkshire settlement
04/02/2013	Marc D. Puntus	0.5	4	Participated in bi-weekly call with management
04/02/2013	Ryan Kielty	1.5	4	Call with management to discuss Berkshire settlement
04/02/2013	Ryan Kielty	0.5	4	Participated in bi-weekly call with management
04/01/2013	Benjamin H. Weingarten	1.0	2	True-up data tape work
04/01/2013	Jonathan R. Mattern	1.0	2	True-up data tape work
04/01/2013	Karn S. Chopra	1.5	2	Call with Berkshire to negotiate settlement
04/01/2013	Karn S. Chopra	2.0	2	Calls with UCC about proposed settlement with Berkshire
04/01/2013	Karn S. Chopra	3.5	2	Prepared analysis summarizing potential Berkshire settlement alternatives
04/01/2013	Marc D. Puntus	1.5	2	Call with Berkshire to negotiate settlement
04/01/2013	Marc D. Puntus	2.0	2	Calls with UCC about proposed settlement with Berkshire
04/01/2013	Ryan Kielty	1.5	2	Call with Berkshire to negotiate settlement
04/01/2013	Ryan Kielty	2.0	2	Calls with UCC about proposed settlement with Berkshire
03/31/2013	Benjamin H. Weingarten	1.0	7	Review updated expense allocation analysis
03/31/2013	Jonathan R. Mattern	1.0	7	Review updated expense allocation analysis
03/31/2013	Karn S. Chopra	1.0	7	Review updated expense allocation analysis
03/31/2013	Ryan Kielty	1.0	7	Review updated expense allocation analysis
03/30/2013	Jonathan R. Mattern	4.0	1	Timesheet preparation
03/30/2013	Jonathan R. Mattern	3.0	2	True up work on advances

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
03/29/2013	Benjamin H. Weingarten	1.0	2	Review purchase price true up analysis
03/29/2013	Benjamin H. Weingarten	1.0	4	Board call
03/29/2013	Jonathan R. Mattern	1.0	2	Review purchase price true up analysis
03/29/2013	Jonathan R. Mattern	1.0	4	Board call
03/29/2013	Karn S. Chopra	1.0	2	Review purchase price true up analysis
03/29/2013	Karn S. Chopra	1.0	4	Board call
03/29/2013	Marc D. Puntus	1.0	2	Review purchase price true up analysis
03/29/2013	Marc D. Puntus	1.0	4	Board call
03/29/2013	Ryan Kielty	1.0	2	Review purchase price true up analysis
03/29/2013	Ryan Kielty	1.0	4	Board call
03/28/2013	Benjamin H. Weingarten	2.0	2	True up tape work
03/28/2013	Jonathan R. Mattern	2.0	2	True up tape work
03/28/2013	Karn S. Chopra	0.5	2	Internal call to discuss Syncora sale process
03/28/2013	Karn S. Chopra	2.0	5	Review updated expense allocation methodology
03/28/2013	Marc D. Puntus	0.5	2	Internal call to discuss Syncora sale process
03/28/2013	Marc D. Puntus	2.0	5	Review updated expense allocation methodology
03/28/2013	Ryan Kielty	0.5	2	Internal call to discuss Syncora sale process
03/28/2013	Ryan Kielty	2.0	5	Review updated expense allocation methodology
03/27/2013	Benjamin H. Weingarten	5.0	1	Timesheet preparation
03/27/2013	Benjamin H. Weingarten	1.0	2	Prepared purchase price analysis for the Company
03/27/2013	Benjamin H. Weingarten	1.0	11	Review revised cash collateral motion
03/27/2013	Jonathan R. Mattern	1.0	2	Prepared purchase price analysis for the Company
03/27/2013	Jonathan R. Mattern	1.0	11	Review revised cash collateral motion
03/27/2013	Karn S. Chopra	1.0	11	Review revised cash collateral motion
03/27/2013	Marc D. Puntus	1.0	11	Review revised cash collateral motion
03/27/2013	Ryan Kielty	1.0	11	Review revised cash collateral motion
03/26/2013	Benjamin H. Weingarten	1.0	2	Prepared purchase price analysis for JSBs
03/26/2013	Jonathan R. Mattern	1.0	2	Prepared purchase price analysis for JSBs
03/26/2013	Karn S. Chopra	1.0	2	Call with buyers to discuss sale process to sell Syncora MSR and advances
03/26/2013	Marc D. Puntus	1.0	2	Call with buyers to discuss sale process to sell Syncora MSR and advances
03/26/2013	Ryan Kielty	1.0	2	Call with buyers to discuss sale process to sell Syncora MSR and advances
03/26/2013	Ryan Kielty	1.0	2	Prepared purchase price analysis for JSBs
03/25/2013	Benjamin H. Weingarten	2.0	2	True up tape work
03/25/2013	Jonathan R. Mattern	2.0	2	True up tape work
03/25/2013	Karn S. Chopra	1.5	11	Call to discuss JSB collateral
03/25/2013	Marc D. Puntus	1.5	11	Call to discuss JSB collateral
03/25/2013	Ryan Kielty	1.5	11	Call to discuss JSB collateral
03/22/2013	Benjamin H. Weingarten	1.5	2	Performed purchase price analysis for co-advisor
03/22/2013	Benjamin H. Weingarten	1.0	2	Prepared preliminary Walter true-up schedule
03/22/2013	Benjamin H. Weingarten	1.5	2	True up tape work
03/22/2013	Jonathan R. Mattern	1.5	2	Performed purchase price analysis for co-advisor

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Date	Name	Hours	Legend #	Description
03/22/2013	Jonathan R. Mattern	1.0	2	Prepared preliminary Walter true-up schedule
03/22/2013	Jonathan R. Mattern	1.5	2	True up tape work
03/22/2013	Ryan Kielty	1.5	2	Performed purchase price analysis for co-advisor
03/22/2013	Ryan Kielty	1.0	2	Prepared preliminary Walter true-up schedule
03/21/2013	Benjamin H. Weingarten	2.0	2	True up tape work
03/21/2013	Jonathan R. Mattern	2.0	2	True up tape work
03/21/2013	Karn S. Chopra	0.5	3	Call with JSB advisors to discuss their updated waterfall
03/21/2013	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss their updated waterfall
03/21/2013	Karn S. Chopra	1.0	5	Call to discuss components of expense allocation
03/21/2013	Karn S. Chopra	1.0	5	Provided comments un updated expense allocation methodology
03/21/2013	Karn S. Chopra	0.5	7	Call to discuss waterfall scenarios
03/21/2013	Marc D. Puntus	0.5	3	Call with JSB advisors to discuss their updated waterfall
03/21/2013	Marc D. Puntus	0.5	3	Call with UCC advisors to discuss their updated waterfall
03/21/2013	Marc D. Puntus	1.0	5	Call to discuss components of expense allocation
03/21/2013	Marc D. Puntus	1.0	5	Provided comments un updated expense allocation methodology
03/21/2013	Marc D. Puntus	0.5	7	Call to discuss waterfall scenarios
03/21/2013	Ryan Kielty	0.5	3	Call with JSB advisors to discuss their updated waterfall
03/21/2013	Ryan Kielty	0.5	3	Call with UCC advisors to discuss their updated waterfall
03/21/2013	Ryan Kielty	1.0	5	Call to discuss components of expense allocation
03/21/2013	Ryan Kielty	1.0	5	Provided comments un updated expense allocation methodology
03/21/2013	Ryan Kielty	0.5	7	Call to discuss waterfall scenarios
03/20/2013	Benjamin H. Weingarten	0.5	1	Dataroom work
03/20/2013	Benjamin H. Weingarten	2.0	2	True up tape work
03/20/2013	Jonathan R. Mattern	0.5	1	Dataroom work
03/20/2013	Jonathan R. Mattern	2.0	2	True up tape work
03/20/2013	Karn S. Chopra	4.5	3	Participated in meeting with UCC and various related follow-up meetings
03/20/2013	Karn S. Chopra	0.5	4	Call with management to discuss examiner requests
03/20/2013	Karn S. Chopra	0.5	11	Call with MoFo to discuss discovery requests
03/20/2013	Marc D. Puntus	4.5	3	Participated in meeting with UCC and various related follow-up meetings
03/20/2013	Marc D. Puntus	0.5	4	Call with management to discuss examiner requests
03/20/2013	Marc D. Puntus	0.5	11	Call with MoFo to discuss discovery requests
03/20/2013	Ryan Kielty	4.5	3	Participated in meeting with UCC and various related follow-up meetings
03/20/2013	Ryan Kielty	0.5	4	Call with management to discuss examiner requests

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Date	Name	Hours	Legend #	Description
03/20/2013	Ryan Kielty	0.5	11	Call with MoFo to discuss discovery requests
03/19/2013	Benjamin H. Weingarten	1.0	2	Call regarding whole loan tape reconciliation
03/19/2013	Benjamin H. Weingarten	2.5	2	True up tape work
03/19/2013	Jonathan R. Mattern	1.0	2	Call regarding whole loan tape reconciliation
03/19/2013	Jonathan R. Mattern	2.5	2	True up tape work
03/19/2013	Karn S. Chopra	3.0	4	Dry run of presentation for UCC
03/19/2013	Karn S. Chopra	1.0	4	Participated in weekly estate call
03/19/2013	Karn S. Chopra	3.5	11	Reviewed AFI/JSB intercreditor agreement
03/19/2013	Marc D. Puntus	1.0	4	Participated in weekly estate call
03/19/2013	Marc D. Puntus	3.5	11	Reviewed AFI/JSB intercreditor agreement
03/19/2013	Ryan Kielty	1.0	2	Call regarding whole loan tape reconciliation
03/19/2013	Ryan Kielty	1.0	4	Participated in weekly estate call
03/19/2013	Ryan Kielty	3.5	11	Reviewed AFI/JSB intercreditor agreement
03/18/2013	Benjamin H. Weingarten	1.0	11	Review draft JSB prepayment analysis
03/18/2013	Jonathan R. Mattern	1.0	11	Review draft JSB prepayment analysis
03/18/2013	Karn S. Chopra	2.0	2	Call to discuss AMBAC trigger deals
03/18/2013	Karn S. Chopra	1.5	2	Review analysis of sale options for AMBAC trigger deals
03/18/2013	Karn S. Chopra	1.0	7	Preparatory call to prepare for meeting with Judge Peck
03/18/2013	Karn S. Chopra	1.5	11	Call to discuss anlaysis on JSB paydown
03/18/2013	Karn S. Chopra	1.0	11	Review draft JSB prepayment analysis
03/18/2013	Marc D. Puntus	2.0	2	Call to discuss AMBAC trigger deals
03/18/2013	Marc D. Puntus	1.5	2	Review analysis of sale options for AMBAC trigger deals
03/18/2013	Marc D. Puntus	1.0	7	Preparatory call to prepare for meeting with Judge Peck
03/18/2013	Marc D. Puntus	1.5	11	Call to discuss anlaysis on JSB paydown
03/18/2013	Marc D. Puntus	1.0	11	Review draft JSB prepayment analysis
03/18/2013	Ryan Kielty	2.0	2	Call to discuss AMBAC trigger deals
03/18/2013	Ryan Kielty	1.5	2	Review analysis of sale options for AMBAC trigger deals
03/18/2013	Ryan Kielty	1.0	7	Preparatory call to prepare for meeting with Judge Peck
03/18/2013	Ryan Kielty	1.5	11	Call to discuss anlaysis on JSB paydown
03/18/2013	Ryan Kielty	1.0	11	Review draft JSB prepayment analysis
03/15/2013	Benjamin H. Weingarten	3.0	4	Board call
03/15/2013	Jonathan R. Mattern	3.0	4	Board call
03/15/2013	Karn S. Chopra	3.0	4	Board call
03/15/2013	Marc D. Puntus	3.0	4	Board call
03/15/2013	Ryan Kielty	3.0	4	Board call
03/14/2013	Benjamin H. Weingarten	1.0	5	Call to discuss revised expense allocation methodology
03/14/2013	Jonathan R. Mattern	1.0	5	Call to discuss revised expense allocation methodology
03/14/2013	Karn S. Chopra	0.5	4	Prepared materials for board meeting

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Residential Capital, LLC
 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
03/14/2013	Karn S. Chopra	1.0	5	Call to discuss revised expense allocation methodology
03/14/2013	Karn S. Chopra	2.0	5	Call with UCC advisors about expense allocation methodology
03/14/2013	Karn S. Chopra	3.5	11	Updated anlaysis on JSB collateral position
03/14/2013	Marc D. Puntus	1.0	5	Call to discuss revised expense allocation methodology
03/14/2013	Marc D. Puntus	2.0	5	Call with UCC advisors about expense allocation methodology
03/14/2013	Ryan Kielty	1.0	5	Call to discuss revised expense allocation methodology
03/14/2013	Ryan Kielty	2.0	5	Call with UCC advisors about expense allocation methodology
03/14/2013	Ryan Kielty	3.5	11	Updated anlaysis on JSB collateral position
03/13/2013	Benjamin H. Weingarten	1.0	2	Assisted co-advisor with Whole Loan portfolio inquiry
03/13/2013	Karn S. Chopra	1.5	2	Call with Syncora to discuss sale process for their MSR
03/13/2013	Karn S. Chopra	1.5	3	Call with Houlihan to discuss follow up to their collateral presentation
03/13/2013	Karn S. Chopra	1.0	4	Participated in weekly estate call
03/13/2013	Karn S. Chopra	1.0	11	Call to discuss materials for examiner regarding FNMA settlement
03/13/2013	Marc D. Puntus	1.5	2	Call with Syncora to discuss sale process for their MSR
03/13/2013	Marc D. Puntus	1.5	3	Call with Houlihan to discuss follow up to their collateral presentation
03/13/2013	Marc D. Puntus	1.0	4	Participated in weekly estate call
03/13/2013	Marc D. Puntus	1.0	11	Call to discuss materials for examiner regarding FNMA settlement
03/13/2013	Ryan Kielty	1.5	2	Call with Syncora to discuss sale process for their MSR
03/13/2013	Ryan Kielty	1.5	3	Call with Houlihan to discuss follow up to their collateral presentation
03/13/2013	Ryan Kielty	1.0	4	Participated in weekly estate call
03/13/2013	Ryan Kielty	1.0	11	Call to discuss materials for examiner regarding FNMA settlement
03/12/2013	Benjamin H. Weingarten	1.0	2	Assisted Berkshire with Whole Loan portfolio diligence
03/12/2013	Benjamin H. Weingarten	1.5	2	Work regarding sale of cure objection-related assets
03/12/2013	Jonathan R. Mattern	2.0	1	Finalized Interim Fee Statement and corresponding schedules
03/12/2013	Jonathan R. Mattern	1.5	2	Work regarding sale of cure objection-related assets
03/12/2013	Karn S. Chopra	1.0	2	Call with Berkshire to discuss purchase price adjustment
03/12/2013	Karn S. Chopra	3.0	3	Meeting with JSBs advisors to discuss their view of JSB collateral position

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Date	Name	Hours	Legend #	Description
03/12/2013	Karn S. Chopra	3.5	3	Meeting with UCC to discuss their view of JSB collateral position
03/12/2013	Karn S. Chopra	0.5	4	Call with management to discuss wind down budget
03/12/2013	Karn S. Chopra	1.5	4	Follow up meeting to discuss prior meetings with UCC and JSB advisors
03/12/2013	Karn S. Chopra	0.5	5	Call to discuss expense allocation methodology
03/12/2013	Marc D. Puntus	1.0	2	Call with Berkshire to discuss purchase price adjustment
03/12/2013	Marc D. Puntus	3.0	3	Meeting with JSBs advisors to discuss their view of JSB collateral position
03/12/2013	Marc D. Puntus	3.5	3	Meeting with UCC to discuss their view of JSB collateral position
03/12/2013	Marc D. Puntus	0.5	4	Call with management to discuss wind down budget
03/12/2013	Marc D. Puntus	1.5	4	Follow up meeting to discuss prior meetings with UCC and JSB advisors
03/12/2013	Marc D. Puntus	0.5	5	Call to discuss expense allocation methodology
03/12/2013	Ryan Kielty	2.0	1	Finalized Interim Fee Statement and corresponding schedules
03/12/2013	Ryan Kielty	1.0	2	Call with Berkshire to discuss purchase price adjustment
03/12/2013	Ryan Kielty	3.0	3	Meeting with JSBs advisors to discuss their view of JSB collateral position
03/12/2013	Ryan Kielty	3.5	3	Meeting with UCC to discuss their view of JSB collateral position
03/12/2013	Ryan Kielty	0.5	4	Call with management to discuss wind down budget
03/12/2013	Ryan Kielty	1.5	4	Follow up meeting to discuss prior meetings with UCC and JSB advisors
03/12/2013	Ryan Kielty	0.5	5	Call to discuss expense allocation methodology
03/11/2013	Benjamin H. Weingarten	0.5	2	Assisted UCC with question regarding sale of facilities under Platform APA
03/11/2013	Benjamin H. Weingarten	1.5	2	Work regarding sale of cure objection-related assets
03/11/2013	Benjamin H. Weingarten	0.5	11	Prepared collateral analysis
03/11/2013	Jonathan R. Mattern	1.5	2	Work regarding sale of cure objection-related assets
03/11/2013	Karn S. Chopra	2.0	11	Meeting with debtor professionals to discuss JSB collateral position
03/11/2013	Karn S. Chopra	5.0	11	Reviewed and updated slides regarding JSB collateral position
03/11/2013	Marc D. Puntus	2.0	11	Meeting with debtor professionals to discuss JSB collateral position
03/11/2013	Ryan Kielty	2.0	11	Meeting with debtor professionals to discuss JSB collateral position
03/08/2013	Benjamin H. Weingarten	0.5	2	Dataroom work
03/08/2013	Benjamin H. Weingarten	1.0	2	Work regarding sale of cure objection-related assets
03/08/2013	Benjamin H. Weingarten	1.0	3	Call with the UCC regarding waterfall

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Date	Name	Hours	Legend #	Description
03/08/2013	Benjamin H. Weingarten	1.5	4	Board call
03/08/2013	Benjamin H. Weingarten	1.0	7	Reviewed waterfall deck
03/08/2013	Jonathan R. Mattern	0.5	2	Dataroom work
03/08/2013	Jonathan R. Mattern	1.0	2	Work regarding sale of cure objection-related assets
03/08/2013	Jonathan R. Mattern	1.0	3	Call with the UCC regarding waterfall
03/08/2013	Jonathan R. Mattern	1.5	4	Board call
03/08/2013	Jonathan R. Mattern	1.0	7	Reviewed waterfall deck
03/08/2013	Karn S. Chopra	1.0	3	Call with the UCC regarding waterfall
03/08/2013	Karn S. Chopra	2.0	3	Meeting with member of JSB ad-hoc group to discuss case dynamics and next steps
03/08/2013	Karn S. Chopra	1.5	4	Board call
03/08/2013	Karn S. Chopra	1.0	7	Reviewed waterfall deck
03/08/2013	Karn S. Chopra	2.5	11	Internal call to discuss JSB post-petition interest argument
03/08/2013	Marc D. Puntus	1.0	3	Call with the UCC regarding waterfall
03/08/2013	Marc D. Puntus	2.0	3	Meeting with member of JSB ad-hoc group to discuss case dynamics and next steps
03/08/2013	Marc D. Puntus	1.5	4	Board call
03/08/2013	Marc D. Puntus	1.0	7	Reviewed waterfall deck
03/08/2013	Marc D. Puntus	2.5	11	Internal call to discuss JSB post-petition interest argument
03/08/2013	Ryan Kielty	1.0	3	Call with the UCC regarding waterfall
03/08/2013	Ryan Kielty	2.0	3	Meeting with member of JSB ad-hoc group to discuss case dynamics and next steps
03/08/2013	Ryan Kielty	1.5	4	Board call
03/08/2013	Ryan Kielty	1.0	7	Reviewed waterfall deck
03/08/2013	Ryan Kielty	2.5	11	Internal call to discuss JSB post-petition interest argument
03/07/2013	Benjamin H. Weingarten	1.0	2	Work regarding sale of cure objection-related assets
03/07/2013	Jonathan R. Mattern	1.0	2	Work regarding sale of cure objection-related assets
03/07/2013	Karn S. Chopra	1.0	4	Prepared slides for weekly board call
03/07/2013	Karn S. Chopra	2.5	5	Reviewed expense allocation methodology regarding cash collateral negotiations
03/07/2013	Karn S. Chopra	1.5	11	Internal meeting to discuss expense allocation methodology
03/07/2013	Marc D. Puntus	2.5	5	Reviewed expense allocation methodology regarding cash collateral negotiations
03/07/2013	Marc D. Puntus	1.5	11	Internal meeting to discuss expense allocation methodology
03/07/2013	Ryan Kielty	2.5	5	Reviewed expense allocation methodology regarding cash collateral negotiations
03/07/2013	Ryan Kielty	1.5	11	Internal meeting to discuss expense allocation methodology
03/06/2013	Benjamin H. Weingarten	1.0	2	Work regarding sale of cure objection-related assets

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Date	Name	Hours	Legend #	Description
03/06/2013	Benjamin H. Weingarten	2.0	7	Assisted in drafting of continued use of cash collateral motion, declaration and order
03/06/2013	Jonathan R. Mattern	3.0	1	Worked on Interim Fee Statement
03/06/2013	Jonathan R. Mattern	1.0	2	Work regarding sale of cure objection-related assets
03/06/2013	Karn S. Chopra	1.5	2	Call with Ally advisors to discuss FHA loan sale
03/06/2013	Karn S. Chopra	3.5	4	Call with management to discuss examiner requests and next steps
03/06/2013	Karn S. Chopra	2.0	4	Participated in weekly estate call
03/06/2013	Marc D. Puntus	1.5	2	Call with Ally advisors to discuss FHA loan sale
03/06/2013	Marc D. Puntus	3.5	4	Call with management to discuss examiner requests and next steps
03/06/2013	Marc D. Puntus	2.0	4	Participated in weekly estate call
03/06/2013	Ryan Kielty	1.5	2	Call with Ally advisors to discuss FHA loan sale
03/06/2013	Ryan Kielty	3.5	4	Call with management to discuss examiner requests and next steps
03/06/2013	Ryan Kielty	2.0	4	Participated in weekly estate call
03/05/2013	Benjamin H. Weingarten	1.0	1	Call with co-advisor regarding dataroom cleanup
03/05/2013	Benjamin H. Weingarten	3.0	2	Work regarding sale of cure objection-related assets
03/05/2013	Jonathan R. Mattern	1.0	1	Call with co-advisor regarding dataroom cleanup
03/05/2013	Karn S. Chopra	4.5	1	Attended ResCap hearing
03/05/2013	Marc D. Puntus	4.5	1	Attended ResCap hearing
03/05/2013	Ryan Kielty	4.5	1	Attended ResCap hearing
03/04/2013	Benjamin H. Weingarten	0.5	2	Assisted the Company with questions regarding Platform purchase price
03/04/2013	Benjamin H. Weingarten	2.5	2	Internal meeting to discuss purchase price adjustment with Berkshire
03/04/2013	Jonathan R. Mattern	3.0	1	Worked on Interim Fee Statement
03/04/2013	Jonathan R. Mattern	0.5	2	Assisted the Company with questions regarding Platform purchase price
03/04/2013	Karn S. Chopra	2.5	2	Internal meeting to discuss purchase price adjustment with Berkshire
03/04/2013	Karn S. Chopra	3.5	2	Prepare analysis to summarize difference in viewpoints on purchase price adjustment
03/04/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss purchase price adjustment with Berkshire
03/04/2013	Marc D. Puntus	2.5	2	Internal meeting to discuss purchase price adjustment with Berkshire
03/04/2013	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss purchase price adjustment with Berkshire
03/04/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss purchase price adjustment with Berkshire
03/02/2013	Karn S. Chopra	0.5	2	Call with management to discuss potential FHA loan sale
03/02/2013	Marc D. Puntus	0.5	2	Call with management to discuss potential FHA loan sale
03/02/2013	Ryan Kielty	0.5	2	Call with management to discuss potential FHA loan sale

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Date	Name	Hours	Legend #	Description
03/01/2013	Benjamin H. Weingarten	1.5	1	Dataroom work
03/01/2013	Benjamin H. Weingarten	0.5	2	Assisted Ocwen with due diligence regarding servicing agreements
03/01/2013	Benjamin H. Weingarten	1.5	4	Board call
03/01/2013	Jonathan R. Mattern	1.5	1	Dataroom work
03/01/2013	Jonathan R. Mattern	0.5	2	Assisted Ocwen with due diligence regarding servicing agreements
03/01/2013	Jonathan R. Mattern	1.5	4	Board call
03/01/2013	Karn S. Chopra	1.5	4	Board call
03/01/2013	Karn S. Chopra	1.0	4	Prepare materials for weekly board call
03/01/2013	Marc D. Puntus	1.5	4	Board call
03/01/2013	Ryan Kielty	1.5	4	Board call
02/28/2013	Benjamin H. Weingarten	1.0	2	Assist Company with SoPAAL diligence
02/28/2013	Benjamin H. Weingarten	1.0	2	Berkshire true-up work
02/28/2013	Benjamin H. Weingarten	1.0	2	Dataroom work
02/28/2013	Jonathan R. Mattern	1.0	2	Assist Company with SoPAAL diligence
02/28/2013	Jonathan R. Mattern	1.0	2	Berkshire true-up work
02/28/2013	Jonathan R. Mattern	1.0	2	Dataroom work
02/28/2013	Karn S. Chopra	1.0	2	Call with Berkshire Hathaway to discuss true-up dispute
02/28/2013	Karn S. Chopra	1.5	11	Internal call to discuss strategy regarding Berkshire Hathaway true-up dispute
02/28/2013	Marc D. Puntus	1.0	2	Call with Berkshire Hathaway to discuss true-up dispute
02/28/2013	Marc D. Puntus	1.5	11	Internal call to discuss strategy regarding Berkshire Hathaway true-up dispute
02/28/2013	Ryan Kielty	1.0	2	Call with Berkshire Hathaway to discuss true-up dispute
02/28/2013	Ryan Kielty	1.5	11	Internal call to discuss strategy regarding Berkshire Hathaway true-up dispute
02/27/2013	Benjamin H. Weingarten	1.0	2	Berkshire true-up work
02/27/2013	Jonathan R. Mattern	1.0	2	Berkshire true-up work
02/27/2013	Jonathan R. Mattern	1.0	2	Performed various UCC diligence requests
02/27/2013	Karn S. Chopra	0.5	4	Bi-weekly update call with management
02/27/2013	Marc D. Puntus	0.5	4	Bi-weekly update call with management
02/27/2013	Ryan Kielty	0.5	4	Bi-weekly update call with management
02/26/2013	Benjamin H. Weingarten	5.0	1	Timesheet work
02/26/2013	Benjamin H. Weingarten	0.5	2	Call with JSB advisors regarding Ocwen sale
02/26/2013	Benjamin H. Weingarten	2.0	11	Work on JSB collateral analysis
02/26/2013	Jonathan R. Mattern	1.5	1	Worked on Interim Fee Application
02/26/2013	Jonathan R. Mattern	0.5	2	Call with JSB advisors regarding Ocwen sale
02/26/2013	Jonathan R. Mattern	2.0	11	Work on JSB collateral analysis
02/26/2013	Karn S. Chopra	0.5	2	Call with JSB advisors regarding Ocwen sale
02/26/2013	Ryan Kielty	1.5	1	Worked on Interim Fee Application
02/26/2013	Ryan Kielty	0.5	2	Call with JSB advisors regarding Ocwen sale
02/25/2013	Benjamin H. Weingarten	0.5	2	Call with the Company regarding data tapes
02/25/2013	Benjamin H. Weingarten	1.5	2	Cure objection status update call with co-advisors

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Date	Name	Hours	Legend #	Description
02/25/2013	Jonathan R. Mattern	0.5	2	Call with the Company regarding data tapes
02/25/2013	Jonathan R. Mattern	1.5	2	Cure objection status update call with co-advisors
02/25/2013	Jonathan R. Mattern	2.0	2	Update FGIC purchase price impact analysis
02/25/2013	Karn S. Chopra	1.5	2	Cure objection status update call with co-advisors
02/25/2013	Ryan Kielty	0.5	2	Call with the Company regarding data tapes
02/25/2013	Ryan Kielty	1.5	2	Cure objection status update call with co-advisors
02/23/2013	Benjamin H. Weingarten	2.0	11	Work on JSB collateral analysis
02/22/2013	Benjamin H. Weingarten	8.0	11	Work on JSB collateral analysis
02/21/2013	Benjamin H. Weingarten	5.0	11	Work on JSB collateral analysis
02/21/2013	Karn S. Chopra	1.5	7	Prepared analysis of GNMA delivery options
02/20/2013	Benjamin H. Weingarten	1.0	2	Calls with co-advisor regarding JSB collateral analysis
02/20/2013	Benjamin H. Weingarten	5.0	11	Work on JSB collateral analysis
02/20/2013	Jonathan R. Mattern	1.0	2	Calls with co-advisor regarding JSB collateral analysis
02/20/2013	Karn S. Chopra	1.0	2	Calls with co-advisor regarding JSB collateral analysis
02/20/2013	Karn S. Chopra	0.5	4	Bi-weekly update call with management
02/20/2013	Karn S. Chopra	2.5	5	Edited declaration to support non-consensual cash collateral motion
02/20/2013	Marc D. Puntus	1.0	2	Calls with co-advisor regarding JSB collateral analysis
02/20/2013	Marc D. Puntus	0.5	4	Bi-weekly update call with management
02/20/2013	Ryan Kielty	1.0	2	Calls with co-advisor regarding JSB collateral analysis
02/20/2013	Ryan Kielty	0.5	4	Bi-weekly update call with management
02/19/2013	Benjamin H. Weingarten	1.0	2	Purchase price analysis work
02/19/2013	Benjamin H. Weingarten	2.5	11	Work on JSB collateral analysis
02/19/2013	Jonathan R. Mattern	2.5	11	Work on JSB collateral analysis
02/19/2013	Karn S. Chopra	0.5	2	Call with Ocwen to discuss subsequent MSR sales
02/19/2013	Karn S. Chopra	1.0	4	Call with management to discuss delivery of GNMA securities into pools
02/19/2013	Karn S. Chopra	4.5	11	Prepared analysis of JSB collateral for internal discussion
02/19/2013	Marc D. Puntus	0.5	2	Call with Ocwen to discuss subsequent MSR sales
02/19/2013	Marc D. Puntus	1.0	4	Call with management to discuss delivery of GNMA securities into pools
02/19/2013	Ryan Kielty	0.5	2	Call with Ocwen to discuss subsequent MSR sales
02/19/2013	Ryan Kielty	1.0	4	Call with management to discuss delivery of GNMA securities into pools
02/19/2013	Ryan Kielty	4.5	11	Prepared analysis of JSB collateral for internal discussion
02/15/2013	Benjamin H. Weingarten	0.5	2	Assist Ocwen with advance schedule diligence
02/15/2013	Benjamin H. Weingarten	2.0	2	Closing calls with co-advisors, the Company and Ocwen and advisors

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Date	Name	Hours	Legend #	Description
02/15/2013	Benjamin H. Weingarten	1.0	2	Flow of funds call with co-advisors and the Company
02/15/2013	Benjamin H. Weingarten	1.0	11	Internal meeting regarding JSB collateral analysis
02/15/2013	Jonathan R. Mattern	0.5	2	Assist Ocwen with advance schedule diligence
02/15/2013	Jonathan R. Mattern	2.0	2	Closing calls with co-advisors, the Company and Ocwen and advisors
02/15/2013	Jonathan R. Mattern	1.0	2	Flow of funds call with co-advisors and the Company
02/15/2013	Jonathan R. Mattern	1.0	11	Internal meeting regarding JSB collateral analysis
02/15/2013	Karn S. Chopra	2.0	2	Closing calls with co-advisors, the Company and Ocwen and advisors
02/15/2013	Karn S. Chopra	1.0	2	Flow of funds call with co-advisors and the Company
02/15/2013	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss Ocwen closing
02/15/2013	Karn S. Chopra	0.5	4	Call with management to discuss Ocwen closing
02/15/2013	Karn S. Chopra	1.0	11	Internal meeting regarding JSB collateral analysis
02/15/2013	Marc D. Puntus	2.0	2	Closing calls with co-advisors, the Company and Ocwen and advisors
02/15/2013	Marc D. Puntus	0.5	3	Call with UCC advisors to discuss Ocwen closing
02/15/2013	Marc D. Puntus	0.5	4	Call with management to discuss Ocwen closing
02/15/2013	Marc D. Puntus	1.0	11	Internal meeting regarding JSB collateral analysis
02/15/2013	Ryan Kielty	2.0	2	Closing calls with co-advisors, the Company and Ocwen and advisors
02/15/2013	Ryan Kielty	1.0	2	Flow of funds call with co-advisors and the Company
02/15/2013	Ryan Kielty	0.5	3	Call with UCC advisors to discuss Ocwen closing
02/15/2013	Ryan Kielty	0.5	4	Call with management to discuss Ocwen closing
02/15/2013	Ryan Kielty	1.0	11	Internal meeting regarding JSB collateral analysis
02/14/2013	Benjamin H. Weingarten	1.5	2	Assist co-advisor with purchase price analysis diligence
02/14/2013	Benjamin H. Weingarten	0.5	2	Call with UCC regarding purchase price analysis
02/14/2013	Benjamin H. Weingarten	2.0	2	Closing checklist call with co-advisors, the Company and Ocwen and advisors
02/14/2013	Benjamin H. Weingarten	1.5	2	Data tape review
02/14/2013	Benjamin H. Weingarten	0.5	2	Dataroom work
02/14/2013	Benjamin H. Weingarten	1.0	2	Purchase price analysis work
02/14/2013	Benjamin H. Weingarten	0.5	2	Review flow-of-funds analysis
02/14/2013	Benjamin H. Weingarten	0.5	2	Review revised APA purchase price calculation schedule
02/14/2013	Benjamin H. Weingarten	1.5	2	Stratification analysis work for Estate subserviced loans
02/14/2013	Benjamin H. Weingarten	0.5	3	Discussion regarding Ally PSA with UCC advisors
02/14/2013	Benjamin H. Weingarten	1.0	4	Board Meeting / Call
02/14/2013	Jonathan R. Mattern	0.5	2	Call with UCC regarding purchase price analysis
02/14/2013	Jonathan R. Mattern	2.0	2	Closing checklist call with co-advisors, the Company and Ocwen and advisors
02/14/2013	Jonathan R. Mattern	1.5	2	Data tape review
02/14/2013	Jonathan R. Mattern	0.5	2	Review flow-of-funds analysis

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Date	Name	Hours	Legend #	Description
02/14/2013	Jonathan R. Mattern	0.5	2	Review revised APA purchase price calculation schedule
02/14/2013	Jonathan R. Mattern	1.0	4	Board Meeting / Call
02/14/2013	Karn S. Chopra	0.5	2	Call with JSBs about FHA loan sale options
02/14/2013	Karn S. Chopra	0.5	2	Call with Ocwen about last minute sale closing items
02/14/2013	Karn S. Chopra	0.5	2	Call with UCC regarding purchase price analysis
02/14/2013	Karn S. Chopra	0.5	2	Review flow-of-funds analysis
02/14/2013	Karn S. Chopra	1.5	3	Call to discuss Ally PSA and Ally assistance with origination
02/14/2013	Karn S. Chopra	0.5	3	Discussion regarding Ally PSA with UCC advisors
02/14/2013	Karn S. Chopra	1.0	4	Bi-weekly update call with management
02/14/2013	Karn S. Chopra	1.0	4	Board Meeting / Call
02/14/2013	Karn S. Chopra	5.0	4	Prepared materials for board meeting
02/14/2013	Marc D. Puntus	0.5	2	Call with JSBs about FHA loan sale options
02/14/2013	Marc D. Puntus	0.5	2	Call with Ocwen about last minute sale closing items
02/14/2013	Marc D. Puntus	1.5	3	Call to discuss Ally PSA and Ally assistance with origination
02/14/2013	Marc D. Puntus	0.5	3	Discussion regarding Ally PSA with UCC advisors
02/14/2013	Marc D. Puntus	1.0	4	Bi-weekly update call with management
02/14/2013	Marc D. Puntus	1.0	4	Board Meeting / Call
02/14/2013	Ryan Kielty	1.5	2	Assist co-advisor with purchase price analysis diligence
02/14/2013	Ryan Kielty	0.5	2	Call with JSBs about FHA loan sale options
02/14/2013	Ryan Kielty	0.5	2	Call with Ocwen about last minute sale closing items
02/14/2013	Ryan Kielty	0.5	2	Call with UCC regarding purchase price analysis
02/14/2013	Ryan Kielty	2.0	2	Closing checklist call with co-advisors, the Company and Ocwen and advisors
02/14/2013	Ryan Kielty	1.5	2	Data tape review
02/14/2013	Ryan Kielty	0.5	2	Review flow-of-funds analysis
02/14/2013	Ryan Kielty	0.5	2	Review revised APA purchase price calculation schedule
02/14/2013	Ryan Kielty	1.5	3	Call to discuss Ally PSA and Ally assistance with origination
02/14/2013	Ryan Kielty	0.5	3	Discussion regarding Ally PSA with UCC advisors
02/14/2013	Ryan Kielty	1.0	4	Bi-weekly update call with management
02/14/2013	Ryan Kielty	1.0	4	Board Meeting / Call
02/13/2013	Benjamin H. Weingarten	2.0	2	Closing checklist call with co-advisors, the Company and Ocwen and advisors
02/13/2013	Benjamin H. Weingarten	1.0	2	Flow of funds call with co-advisors and the Company
02/13/2013	Benjamin H. Weingarten	8.0	2	Purchase price analysis work
02/13/2013	Benjamin H. Weingarten	0.5	11	Internal meeting regarding JSB collateral analysis
02/13/2013	Jonathan R. Mattern	2.0	2	Closing checklist call with co-advisors, the Company and Ocwen and advisors

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Date	Name	Hours	Legend #	Description
02/13/2013	Jonathan R. Mattern	1.0	2	Flow of funds call with co-advisors and the Company
02/13/2013	Jonathan R. Mattern	8.0	2	Purchase price analysis work
02/13/2013	Jonathan R. Mattern	0.5	11	Internal meeting regarding JSB collateral analysis
02/13/2013	Karn S. Chopra	3.0	2	Edited and negotiated Ocwen settlement stipulation
02/13/2013	Karn S. Chopra	1.0	2	Flow of funds call with co-advisors and the Company
02/13/2013	Karn S. Chopra	1.5	3	Participated in weekly call with UCC
02/13/2013	Karn S. Chopra	1.0	4	Call with management regarding Ocwen settlement stipulation
02/13/2013	Karn S. Chopra	1.5	4	Call with management to discuss request from SUN's advisors
02/13/2013	Karn S. Chopra	0.5	11	Internal meeting regarding JSB collateral analysis
02/13/2013	Marc D. Puntus	3.0	2	Edited and negotiated Ocwen settlement stipulation
02/13/2013	Marc D. Puntus	1.5	3	Participated in weekly call with UCC
02/13/2013	Marc D. Puntus	1.0	4	Call with management regarding Ocwen settlement stipulation
02/13/2013	Marc D. Puntus	1.5	4	Call with management to discuss request from SUN's advisors
02/13/2013	Marc D. Puntus	0.5	11	Internal meeting regarding JSB collateral analysis
02/13/2013	Ryan Kielty	2.0	2	Closing checklist call with co-advisors, the Company and Ocwen and advisors
02/13/2013	Ryan Kielty	1.0	2	Flow of funds call with co-advisors and the Company
02/13/2013	Ryan Kielty	1.5	3	Participated in weekly call with UCC
02/13/2013	Ryan Kielty	1.0	4	Call with management regarding Ocwen settlement stipulation
02/13/2013	Ryan Kielty	1.5	4	Call with management to discuss request from SUN's advisors
02/13/2013	Ryan Kielty	0.5	11	Internal meeting regarding JSB collateral analysis
02/12/2013	Benjamin H. Weingarten	0.5	2	Dataroom work
02/12/2013	Benjamin H. Weingarten	1.0	2	Flow of funds call with co-advisors and the Company
02/12/2013	Benjamin H. Weingarten	0.5	2	Review flow-of-funds and post-closing adjustments checklist
02/12/2013	Benjamin H. Weingarten	1.0	11	Internal meeting regarding JSB collateral analysis
02/12/2013	Jonathan R. Mattern	1.0	2	Flow of funds call with co-advisors and the Company
02/12/2013	Jonathan R. Mattern	0.5	2	Review flow-of-funds and post-closing adjustments checklist
02/12/2013	Jonathan R. Mattern	1.0	11	Internal meeting regarding JSB collateral analysis
02/12/2013	Karn S. Chopra	1.0	2	Call with Ally about FHA loan sale options
02/12/2013	Karn S. Chopra	1.5	2	Call with Ocwen to finalize settlement
02/12/2013	Karn S. Chopra	1.0	2	Flow of funds call with co-advisors and the Company
02/12/2013	Karn S. Chopra	0.5	2	Review flow-of-funds and post-closing adjustments checklist

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Residential Capital, LLC
 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
02/12/2013	Karn S. Chopra	0.5	4	Bi-weekly update call with management
02/12/2013	Karn S. Chopra	3.5	5	Edited draft of non-consensual cash collateral declaration
02/12/2013	Karn S. Chopra	2.5	6	Follow-up meeting with CRO to discuss case dynamics and next steps
02/12/2013	Karn S. Chopra	1.0	11	Internal meeting regarding JSB collateral analysis
02/12/2013	Marc D. Puntus	1.0	2	Call with Ally about FHA loan sale options
02/12/2013	Marc D. Puntus	1.5	2	Call with Ocwen to finalize settlement
02/12/2013	Marc D. Puntus	1.0	2	Flow of funds call with co-advisors and the Company
02/12/2013	Marc D. Puntus	0.5	2	Review flow-of-funds and post-closing adjustments checklist
02/12/2013	Marc D. Puntus	0.5	4	Bi-weekly update call with management
02/12/2013	Marc D. Puntus	2.5	6	Follow-up meeting with CRO to discuss case dynamics and next steps
02/12/2013	Marc D. Puntus	1.0	11	Internal meeting regarding JSB collateral analysis
02/12/2013	Ryan Kielty	1.0	2	Call with Ally about FHA loan sale options
02/12/2013	Ryan Kielty	1.5	2	Call with Ocwen to finalize settlement
02/12/2013	Ryan Kielty	1.0	2	Flow of funds call with co-advisors and the Company
02/12/2013	Ryan Kielty	0.5	2	Review flow-of-funds and post-closing adjustments checklist
02/12/2013	Ryan Kielty	0.5	4	Bi-weekly update call with management
02/12/2013	Ryan Kielty	1.0	11	Internal meeting regarding JSB collateral analysis
02/11/2013	Benjamin H. Weingarten	1.5	2	Call with co-advisors and the Company regarding Estate-Ocwen subservicing agreement
02/11/2013	Benjamin H. Weingarten	1.0	2	Call with co-advisors and the Company regarding foreclosure timeline violations
02/11/2013	Benjamin H. Weingarten	4.0	2	Closing data tape work
02/11/2013	Benjamin H. Weingarten	1.0	2	Reviewed estate subservicing agreement
02/11/2013	Benjamin H. Weingarten	1.0	2	Revised closing schedule analysis
02/11/2013	Benjamin H. Weingarten	3.0	3	Purchase price analysis for UCC
02/11/2013	Benjamin H. Weingarten	0.5	11	Review draft Exclusivity Extension motion
02/11/2013	Jonathan R. Mattern	1.5	2	Call with co-advisors and the Company regarding Estate-Ocwen subservicing agreement
02/11/2013	Jonathan R. Mattern	1.0	2	Call with co-advisors and the Company regarding foreclosure timeline violations
02/11/2013	Jonathan R. Mattern	4.0	2	Closing data tape work
02/11/2013	Jonathan R. Mattern	1.0	2	Revised closing schedule analysis
02/11/2013	Jonathan R. Mattern	3.0	3	Purchase price analysis for UCC
02/11/2013	Karn S. Chopra	1.5	2	Call with co-advisors and the Company regarding Estate-Ocwen subservicing agreement
02/11/2013	Karn S. Chopra	1.0	2	Call with co-advisors and the Company regarding foreclosure timeline violations
02/11/2013	Karn S. Chopra	2.5	2	Call with Ocwen and UCC to discuss next steps and potential settlement options
02/11/2013	Karn S. Chopra	1.0	2	Reviewed estate subservicing agreement
02/11/2013	Karn S. Chopra	1.0	2	Revised closing schedule analysis

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Date	Name	Hours	Legend #	Description
02/11/2013	Karn S. Chopra	1.0	4	Bi-weekly update call with management
02/11/2013	Karn S. Chopra	1.5	4	Call to discuss Ocwen's response to latest Debtor proposal
02/11/2013	Karn S. Chopra	5.0	7	Meeting with CRO to discuss case dynamics and next steps
02/11/2013	Karn S. Chopra	0.5	11	Review draft Exclusivity Extension motion
02/11/2013	Marc D. Puntus	1.5	2	Call with co-advisors and the Company regarding Estate-Ocwen subservicing agreement
02/11/2013	Marc D. Puntus	1.0	2	Call with co-advisors and the Company regarding foreclosure timeline violations
02/11/2013	Marc D. Puntus	2.5	2	Call with Ocwen and UCC to discuss next steps and potential settlement options
02/11/2013	Marc D. Puntus	1.0	2	Reviewed estate subservicing agreement
02/11/2013	Marc D. Puntus	1.0	2	Revised closing schedule analysis
02/11/2013	Marc D. Puntus	1.0	4	Bi-weekly update call with management
02/11/2013	Marc D. Puntus	1.5	4	Call to discuss Ocwen's response to latest Debtor proposal
02/11/2013	Marc D. Puntus	5.0	7	Meeting with CRO to discuss case dynamics and next steps
02/11/2013	Marc D. Puntus	0.5	11	Review draft Exclusivity Extension motion
02/11/2013	Ryan Kielty	1.5	2	Call with co-advisors and the Company regarding Estate-Ocwen subservicing agreement
02/11/2013	Ryan Kielty	1.0	2	Call with co-advisors and the Company regarding foreclosure timeline violations
02/11/2013	Ryan Kielty	2.5	2	Call with Ocwen and UCC to discuss next steps and potential settlement options
02/11/2013	Ryan Kielty	1.0	2	Reviewed estate subservicing agreement
02/11/2013	Ryan Kielty	1.0	2	Revised closing schedule analysis
02/11/2013	Ryan Kielty	1.0	4	Bi-weekly update call with management
02/11/2013	Ryan Kielty	1.5	4	Call to discuss Ocwen's response to latest Debtor proposal
02/11/2013	Ryan Kielty	0.5	11	Review draft Exclusivity Extension motion
02/10/2013	Karn S. Chopra	2.0	2	Call with Ocwen to discuss various settlement options
02/10/2013	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss Ocwen negotiations
02/10/2013	Karn S. Chopra	0.5	4	Call with management to discuss Ocwen negotiations
02/10/2013	Marc D. Puntus	2.0	2	Call with Ocwen to discuss various settlement options
02/10/2013	Marc D. Puntus	0.5	3	Call with UCC advisors to discuss Ocwen negotiations
02/10/2013	Marc D. Puntus	0.5	4	Call with management to discuss Ocwen negotiations
02/10/2013	Ryan Kielty	2.0	2	Call with Ocwen to discuss various settlement options
02/10/2013	Ryan Kielty	0.5	3	Call with UCC advisors to discuss Ocwen negotiations
02/10/2013	Ryan Kielty	0.5	4	Call with management to discuss Ocwen negotiations

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Date	Name	Hours	Legend #	Description
02/09/2013	Karn S. Chopra	1.5	2	Call to discuss documentation of resolution with Ocwen
02/09/2013	Karn S. Chopra	1.0	2	Call to discuss latest Ocwen proposal
02/09/2013	Karn S. Chopra	3.0	2	Call with Ocwen to negotiate FHLMC liabilities
02/09/2013	Karn S. Chopra	1.0	4	Call with management to discuss latest Ocwen proposal
02/09/2013	Marc D. Puntus	1.5	2	Call to discuss documentation of resolution with Ocwen
02/09/2013	Marc D. Puntus	1.0	2	Call to discuss latest Ocwen proposal
02/09/2013	Marc D. Puntus	3.0	2	Call with Ocwen to negotiate FHLMC liabilities
02/09/2013	Marc D. Puntus	1.0	4	Call with management to discuss latest Ocwen proposal
02/09/2013	Ryan Kielty	1.5	2	Call to discuss documentation of resolution with Ocwen
02/09/2013	Ryan Kielty	1.0	2	Call to discuss latest Ocwen proposal
02/09/2013	Ryan Kielty	3.0	2	Call with Ocwen to negotiate FHLMC liabilities
02/09/2013	Ryan Kielty	1.0	4	Call with management to discuss latest Ocwen proposal
02/08/2013	Benjamin H. Weingarten	1.0	2	Call with co-advisors and the Company regarding finalizing tapes
02/08/2013	Benjamin H. Weingarten	1.5	2	Deal removal follow-up calls
02/08/2013	Benjamin H. Weingarten	1.5	2	Finalize schedules/tapes required for Ocwen sale
02/08/2013	Benjamin H. Weingarten	1.5	2	Prepared analysis for UCC on foreclosure timeline violation analysis / negotiations
02/08/2013	Benjamin H. Weingarten	1.0	2	Work / review emails regarding subservicing schedules
02/08/2013	Benjamin H. Weingarten	2.5	3	Call with UCC to discuss FHLMC liabilities and Ocwen negotiations
02/08/2013	Jonathan R. Mattern	1.0	2	Call with co-advisors and the Company regarding finalizing tapes
02/08/2013	Jonathan R. Mattern	1.5	2	Deal removal follow-up calls
02/08/2013	Jonathan R. Mattern	1.5	2	Finalize schedules/tapes required for Ocwen sale
02/08/2013	Jonathan R. Mattern	2.5	3	Call with UCC to discuss FHLMC liabilities and Ocwen negotiations
02/08/2013	Karn S. Chopra	1.0	2	Call to discuss January remittance required per Berkshire Hathaway APA
02/08/2013	Karn S. Chopra	0.5	2	Call with Berkshire Hathaway regarding January remittance
02/08/2013	Karn S. Chopra	1.5	2	Finalize schedules/tapes required for Ocwen sale
02/08/2013	Karn S. Chopra	2.5	3	Call with UCC to discuss FHLMC liabilities and Ocwen negotiations
02/08/2013	Karn S. Chopra	3.5	3	Prepare materials for follow up call with UCC re: FHLMC liabilities
02/08/2013	Marc D. Puntus	1.0	2	Call to discuss January remittance required per Berkshire Hathaway APA
02/08/2013	Marc D. Puntus	0.5	2	Call with Berkshire Hathaway regarding January remittance
02/08/2013	Ryan Kielty	1.0	2	Call to discuss January remittance required per Berkshire Hathaway APA

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Date	Name	Hours	Legend #	Description
02/08/2013	Ryan Kielty	0.5	2	Call with Berkshire Hathaway regarding January remittance
02/08/2013	Ryan Kielty	1.0	2	Call with co-advisors and the Company regarding finalizing tapes
02/08/2013	Ryan Kielty	1.5	2	Deal removal follow-up calls
02/08/2013	Ryan Kielty	1.5	2	Finalize schedules/tapes required for Ocwen sale
02/08/2013	Ryan Kielty	2.5	3	Call with UCC to discuss FHLMC liabilities and Ocwen negotiations
02/07/2013	Benjamin H. Weingarten	2.0	2	Call with Ocwen to discuss differences in projections of FHLMC liabilities
02/07/2013	Benjamin H. Weingarten	1.0	2	Prepared closing schedule analysis
02/07/2013	Benjamin H. Weingarten	0.5	2	Review advance analysis
02/07/2013	Benjamin H. Weingarten	1.0	2	True-up process analysis review
02/07/2013	Benjamin H. Weingarten	0.5	2	True-up process Berkshire schedule analysis
02/07/2013	Benjamin H. Weingarten	1.0	2	True-up process call with co-advisors and the Company
02/07/2013	Jonathan R. Mattern	2.0	2	Call with Ocwen to discuss differences in projections of FHLMC liabilities
02/07/2013	Jonathan R. Mattern	2.0	2	Prepared purchase price build
02/07/2013	Jonathan R. Mattern	1.0	2	True-up process analysis review
02/07/2013	Jonathan R. Mattern	1.0	2	True-up process call with co-advisors and the Company
02/07/2013	Karn S. Chopra	2.0	2	Call with Ocwen to discuss differences in projections of FHLMC liabilities
02/07/2013	Karn S. Chopra	1.5	2	Follow-up call to discuss FHA loan sale bids received
02/07/2013	Karn S. Chopra	1.0	2	True-up process analysis review
02/07/2013	Karn S. Chopra	1.0	2	True-up process call with co-advisors and the Company
02/07/2013	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss Ally subservicing pricing
02/07/2013	Karn S. Chopra	2.5	3	Call with UCC and its advisors to discuss Ocwen negotiations
02/07/2013	Karn S. Chopra	1.0	3	Call with UCC co-chair to discuss Ocwen negotiations
02/07/2013	Karn S. Chopra	1.0	3	Call with various creditors to discuss FHA loan sale bids received
02/07/2013	Karn S. Chopra	0.5	4	Call to discuss Ally subservicing pricing
02/07/2013	Karn S. Chopra	0.5	4	Call with management to provide update on UCC call
02/07/2013	Karn S. Chopra	1.5	11	Strategy call to discuss Ocwen negotiations
02/07/2013	Marc D. Puntus	1.5	2	Follow-up call to discuss FHA loan sale bids received
02/07/2013	Marc D. Puntus	1.0	2	True-up process analysis review
02/07/2013	Marc D. Puntus	1.0	2	True-up process call with co-advisors and the Company
02/07/2013	Marc D. Puntus	0.5	3	Call with UCC advisors to discuss Ally subservicing pricing

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Date	Name	Hours	Legend #	Description
02/07/2013	Marc D. Puntus	2.5	3	Call with UCC and its advisors to discuss Ocwen negotiations
02/07/2013	Marc D. Puntus	1.0	3	Call with UCC co-chair to discuss Ocwen negotiations
02/07/2013	Marc D. Puntus	1.0	3	Call with various creditors to discuss FHA loan sale bids received
02/07/2013	Marc D. Puntus	0.5	4	Call to discuss Ally subservicing pricing
02/07/2013	Marc D. Puntus	0.5	4	Call with management to provide update on UCC call
02/07/2013	Marc D. Puntus	1.5	11	Strategy call to discuss Ocwen negotiations
02/07/2013	Ryan Kielty	2.0	2	Call with Ocwen to discuss differences in projections of FHLMC liabilities
02/07/2013	Ryan Kielty	1.5	2	Follow-up call to discuss FHA loan sale bids received
02/07/2013	Ryan Kielty	1.0	2	True-up process analysis review
02/07/2013	Ryan Kielty	0.5	2	True-up process Berkshire schedule analysis
02/07/2013	Ryan Kielty	1.0	2	True-up process call with co-advisors and the Company
02/07/2013	Ryan Kielty	0.5	3	Call with UCC advisors to discuss Ally subservicing pricing
02/07/2013	Ryan Kielty	2.5	3	Call with UCC and its advisors to discuss Ocwen negotiations
02/07/2013	Ryan Kielty	1.0	3	Call with UCC co-chair to discuss Ocwen negotiations
02/07/2013	Ryan Kielty	1.0	3	Call with various creditors to discuss FHA loan sale bids received
02/07/2013	Ryan Kielty	0.5	4	Call to discuss Ally subservicing pricing
02/07/2013	Ryan Kielty	0.5	4	Call with management to provide update on UCC call
02/07/2013	Ryan Kielty	1.5	11	Strategy call to discuss Ocwen negotiations
02/06/2013	Benjamin H. Weingarten	1.0	2	Call with co-advisors and the Company regarding cure objection analysis
02/06/2013	Benjamin H. Weingarten	1.0	2	Call with co-advisors on foreclosure timeline violations
02/06/2013	Benjamin H. Weingarten	1.0	2	Call with the Company regarding asset schedules
02/06/2013	Benjamin H. Weingarten	0.5	2	Cure objection analysis work
02/06/2013	Benjamin H. Weingarten	1.0	2	Flow of funds call with co-advisors and the Company
02/06/2013	Benjamin H. Weingarten	2.0	2	Prepare advance analysis
02/06/2013	Benjamin H. Weingarten	1.0	2	Purchase price analysis work
02/06/2013	Benjamin H. Weingarten	0.5	3	Call with Ally advisors regarding updated collateral report
02/06/2013	Benjamin H. Weingarten	0.5	3	Call with JSB advisors regarding updated collateral report
02/06/2013	Benjamin H. Weingarten	0.5	3	Call with UCC advisors regarding updated collateral report
02/06/2013	Benjamin H. Weingarten	0.5	3	Review draft collateral analysis
02/06/2013	Jonathan R. Mattern	1.0	2	Call with co-advisors and the Company regarding cure objection analysis

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Date	Name	Hours	Legend #	Description
02/06/2013	Jonathan R. Mattern	1.0	2	Call with co-advisors on foreclosure timeline violations
02/06/2013	Jonathan R. Mattern	1.0	2	Call with the Company regarding asset schedules
02/06/2013	Jonathan R. Mattern	0.5	2	Cure objection analysis work
02/06/2013	Jonathan R. Mattern	1.0	2	Flow of funds call with co-advisors and the Company
02/06/2013	Jonathan R. Mattern	2.0	2	Prepare advance analysis
02/06/2013	Jonathan R. Mattern	1.0	2	Purchase price analysis work
02/06/2013	Jonathan R. Mattern	0.5	3	Review draft collateral analysis
02/06/2013	Karn S. Chopra	1.5	2	Call to discuss FHA loan sale bids received
02/06/2013	Karn S. Chopra	3.0	2	Call to discuss Ocwen's projections of FHLMC compensatory fee exposure
02/06/2013	Karn S. Chopra	1.0	2	Call with co-advisors and the Company regarding cure objection analysis
02/06/2013	Karn S. Chopra	1.0	2	Call with co-advisors on foreclosure timeline violations
02/06/2013	Karn S. Chopra	1.0	2	Call with the Company regarding asset schedules
02/06/2013	Karn S. Chopra	1.0	2	Flow of funds call with co-advisors and the Company
02/06/2013	Karn S. Chopra	2.0	2	Internal meeting to discuss strategy for FHLMC compensatory fee issue
02/06/2013	Karn S. Chopra	0.5	2	Read FHLMC compensatory fee section
02/06/2013	Karn S. Chopra	1.5	2	Reviewed Ocwen's projections of FHLMC compensatory fee exposure
02/06/2013	Karn S. Chopra	0.5	3	Call with Ally advisors regarding updated collateral report
02/06/2013	Karn S. Chopra	0.5	3	Call with JSB advisors regarding updated collateral report
02/06/2013	Karn S. Chopra	0.5	3	Call with UCC advisors regarding updated collateral report
02/06/2013	Karn S. Chopra	0.5	3	Review draft collateral analysis
02/06/2013	Karn S. Chopra	1.5	4	Call with management to prepare for compensatory fee negotiations with Ocwen
02/06/2013	Karn S. Chopra	2.0	7	Calls to discuss 5/13/2013 and 12/31/2012 financials
02/06/2013	Marc D. Puntus	1.5	2	Call to discuss FHA loan sale bids received
02/06/2013	Marc D. Puntus	3.0	2	Call to discuss Ocwen's projections of FHLMC compensatory fee exposure
02/06/2013	Marc D. Puntus	1.0	2	Call with the Company regarding asset schedules
02/06/2013	Marc D. Puntus	2.0	2	Internal meeting to discuss strategy for FHLMC compensatory fee issue
02/06/2013	Marc D. Puntus	0.5	2	Read FHLMC compensatory fee section
02/06/2013	Marc D. Puntus	0.5	3	Review draft collateral analysis
02/06/2013	Marc D. Puntus	1.5	4	Call with management to prepare for compensatory fee negotiations with Ocwen
02/06/2013	Marc D. Puntus	2.0	7	Calls to discuss 5/13/2013 and 12/31/2012 financials
02/06/2013	Ryan Kielty	1.5	2	Call to discuss FHA loan sale bids received

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Date	Name	Hours	Legend #	Description
02/06/2013	Ryan Kielty	3.0	2	Call to discuss Ocwen's projections of FHLMC compensatory fee exposure
02/06/2013	Ryan Kielty	1.0	2	Call with co-advisors and the Company regarding cure objection analysis
02/06/2013	Ryan Kielty	1.0	2	Call with co-advisors on foreclosure timeline violations
02/06/2013	Ryan Kielty	1.0	2	Call with the Company regarding asset schedules
02/06/2013	Ryan Kielty	1.0	2	Flow of funds call with co-advisors and the Company
02/06/2013	Ryan Kielty	2.0	2	Internal meeting to discuss strategy for FHLMC compensatory fee issue
02/06/2013	Ryan Kielty	0.5	3	Call with Ally advisors regarding updated collateral report
02/06/2013	Ryan Kielty	0.5	3	Call with JSB advisors regarding updated collateral report
02/06/2013	Ryan Kielty	0.5	3	Call with UCC advisors regarding updated collateral report
02/06/2013	Ryan Kielty	0.5	3	Review draft collateral analysis
02/06/2013	Ryan Kielty	2.0	7	Calls to discuss 5/13/2013 and 12/31/2012 financials
02/05/2013	Benjamin H. Weingarten	1.5	2	Cure objection analysis work
02/05/2013	Benjamin H. Weingarten	0.5	2	Review cross-check of loan tapes
02/05/2013	Benjamin H. Weingarten	1.0	2	True-up process call with co-advisors and the Company
02/05/2013	Benjamin H. Weingarten	1.0	11	Cash collateral call with co-advisors and the Company
02/05/2013	Benjamin H. Weingarten	0.5	11	Review memo on potential Plan terms
02/05/2013	Benjamin H. Weingarten	0.5	11	Review non-consensual cash collateral motion draft
02/05/2013	Jonathan R. Mattern	1.5	2	Cure objection analysis work
02/05/2013	Jonathan R. Mattern	0.5	2	Review cross-check of loan tapes
02/05/2013	Jonathan R. Mattern	1.0	2	True-up process call with co-advisors and the Company
02/05/2013	Jonathan R. Mattern	1.0	11	Cash collateral call with co-advisors and the Company
02/05/2013	Jonathan R. Mattern	0.5	11	Review memo on potential Plan terms
02/05/2013	Karn S. Chopra	2.5	2	Call to discuss how compensatory fees are handled in FHLMC guide
02/05/2013	Karn S. Chopra	1.5	2	Participated in various closing calls for Berkshire Hathaway sale
02/05/2013	Karn S. Chopra	1.5	2	Reviewed latest compensatory fee calculation to be provided to Ocwen
02/05/2013	Karn S. Chopra	1.0	2	True-up process call with co-advisors and the Company
02/05/2013	Karn S. Chopra	1.0	4	Bi-weekly update call with management
02/05/2013	Karn S. Chopra	2.0	4	Call with managemenet to discuss latest compensatory fee calculations
02/05/2013	Karn S. Chopra	2.5	7	Strategy call to discuss terms for draft plan term sheet for mediation sessions

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Residential Capital, LLC
 Detail of Time Records by Date
 5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
02/05/2013	Karn S. Chopra	1.0	11	Cash collateral call with co-advisors and the Company
02/05/2013	Karn S. Chopra	0.5	11	Review memo on potential Plan terms
02/05/2013	Marc D. Puntus	2.5	2	Call to discuss how compensatory fees are handled in FHLMC guide
02/05/2013	Marc D. Puntus	1.5	2	Participated in various closing calls for Berkshire Hathaway sale
02/05/2013	Marc D. Puntus	1.5	2	Reviewed latest compensatory fee calculation to be provided to Ocwen
02/05/2013	Marc D. Puntus	1.0	2	True-up process call with co-advisors and the Company
02/05/2013	Marc D. Puntus	1.0	4	Bi-weekly update call with management
02/05/2013	Marc D. Puntus	2.0	4	Call with managemenet to discuss latest compensatory fee calculations
02/05/2013	Marc D. Puntus	2.5	7	Strategy call to discuss terms for draft plan term sheet for mediation sessions
02/05/2013	Marc D. Puntus	1.0	11	Cash collateral call with co-advisors and the Company
02/05/2013	Marc D. Puntus	0.5	11	Review memo on potential Plan terms
02/05/2013	Ryan Kielty	2.5	2	Call to discuss how compensatory fees are handled in FHLMC guide
02/05/2013	Ryan Kielty	1.5	2	Participated in various closing calls for Berkshire Hathaway sale
02/05/2013	Ryan Kielty	0.5	2	Review cross-check of loan tapes
02/05/2013	Ryan Kielty	1.5	2	Reviewed latest compensatory fee calculation to be provided to Ocwen
02/05/2013	Ryan Kielty	1.0	2	True-up process call with co-advisors and the Company
02/05/2013	Ryan Kielty	1.0	4	Bi-weekly update call with management
02/05/2013	Ryan Kielty	2.0	4	Call with managemenet to discuss latest compensatory fee calculations
02/05/2013	Ryan Kielty	2.5	7	Strategy call to discuss terms for draft plan term sheet for mediation sessions
02/05/2013	Ryan Kielty	1.0	11	Cash collateral call with co-advisors and the Company
02/05/2013	Ryan Kielty	0.5	11	Review memo on potential Plan terms
02/05/2013	Ryan Kielty	0.5	11	Review non-consensual cash collateral motion draft
02/04/2013	Benjamin H. Weingarten	0.5	1	Review non-consensual cash collateral motion draft
02/04/2013	Benjamin H. Weingarten	1.0	2	Berkshire sale update call with the UCC and co-advisors
02/04/2013	Benjamin H. Weingarten	1.0	2	Flow of funds call with co-advisors and the Company
02/04/2013	Benjamin H. Weingarten	0.5	2	Flow of funds review call with co-advisors and the Company
02/04/2013	Benjamin H. Weingarten	0.5	2	Review Berkshire Schedule E
02/04/2013	Benjamin H. Weingarten	0.5	2	Review flow-of-funds analysis
02/04/2013	Benjamin H. Weingarten	0.5	2	Review post-closing adjustment analysis

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
02/04/2013	Jonathan R. Mattern	1.0	2	Berkshire sale update call with the UCC and co-advisors
02/04/2013	Jonathan R. Mattern	1.0	2	Flow of funds call with co-advisors and the Company
02/04/2013	Jonathan R. Mattern	0.5	2	Flow of funds review call with co-advisors and the Company
02/04/2013	Jonathan R. Mattern	0.5	2	Review Berkshire Schedule E
02/04/2013	Jonathan R. Mattern	0.5	2	Review flow-of-funds analysis
02/04/2013	Karn S. Chopra	1.0	2	Berkshire sale update call with the UCC and co-advisors
02/04/2013	Karn S. Chopra	1.0	2	Call to discuss PSA Advance Facility negotiations
02/04/2013	Karn S. Chopra	1.5	2	Call with Berkshire to finalize negotiations
02/04/2013	Karn S. Chopra	2.5	2	Call with Debtors advisors to discuss Berkshire sale closing
02/04/2013	Karn S. Chopra	1.5	2	Call with management to discuss reserve price for FHA loan sales
02/04/2013	Karn S. Chopra	1.0	2	Flow of funds call with co-advisors and the Company
02/04/2013	Karn S. Chopra	0.5	2	Flow of funds review call with co-advisors and the Company
02/04/2013	Karn S. Chopra	0.5	2	Review Berkshire Schedule E
02/04/2013	Karn S. Chopra	0.5	2	Review flow-of-funds analysis
02/04/2013	Karn S. Chopra	0.5	4	Call with management to discuss update on sale closings
02/04/2013	Marc D. Puntus	1.0	2	Berkshire sale update call with the UCC and co-advisors
02/04/2013	Marc D. Puntus	1.0	2	Call to discuss PSA Advance Facility negotiations
02/04/2013	Marc D. Puntus	1.5	2	Call with Berkshire to finalize negotiations
02/04/2013	Marc D. Puntus	2.5	2	Call with Debtors advisors to discuss Berkshire sale closing
02/04/2013	Marc D. Puntus	1.5	2	Call with management to discuss reserve price for FHA loan sales
02/04/2013	Marc D. Puntus	1.0	2	Flow of funds call with co-advisors and the Company
02/04/2013	Marc D. Puntus	0.5	2	Flow of funds review call with co-advisors and the Company
02/04/2013	Marc D. Puntus	0.5	2	Review Berkshire Schedule E
02/04/2013	Marc D. Puntus	0.5	2	Review flow-of-funds analysis
02/04/2013	Marc D. Puntus	0.5	4	Call with management to discuss update on sale closings
02/04/2013	Ryan Kielty	0.5	1	Review non-consensual cash collateral motion draft
02/04/2013	Ryan Kielty	1.0	2	Berkshire sale update call with the UCC and co-advisors
02/04/2013	Ryan Kielty	1.0	2	Call to discuss PSA Advance Facility negotiations
02/04/2013	Ryan Kielty	1.5	2	Call with Berkshire to finalize negotiations
02/04/2013	Ryan Kielty	2.5	2	Call with Debtors advisors to discuss Berkshire sale closing

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 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
02/04/2013	Ryan Kielty	1.5	2	Call with management to discuss reserve price for FHA loan sales
02/04/2013	Ryan Kielty	1.0	2	Flow of funds call with co-advisors and the Company
02/04/2013	Ryan Kielty	0.5	2	Flow of funds review call with co-advisors and the Company
02/04/2013	Ryan Kielty	0.5	2	Review Berkshire Schedule E
02/04/2013	Ryan Kielty	0.5	2	Review flow-of-funds analysis
02/04/2013	Ryan Kielty	0.5	4	Call with management to discuss update on sale closings
02/03/2013	Karn S. Chopra	2.5	2	Call with Berkshire to discuss missing files and latest proposal
02/03/2013	Karn S. Chopra	0.5	2	Internal call to discuss Berkshire Hathaway proposal
02/03/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss Berkshire Hathaway proposal
02/03/2013	Karn S. Chopra	0.5	4	Call with management to discuss Berkshire Hathaway proposal
02/03/2013	Marc D. Puntus	2.5	2	Call with Berkshire to discuss missing files and latest proposal
02/03/2013	Marc D. Puntus	0.5	2	Internal call to discuss Berkshire Hathaway proposal
02/03/2013	Marc D. Puntus	1.5	3	Call with UCC advisors to discuss Berkshire Hathaway proposal
02/03/2013	Marc D. Puntus	0.5	4	Call with management to discuss Berkshire Hathaway proposal
02/03/2013	Ryan Kielty	2.5	2	Call with Berkshire to discuss missing files and latest proposal
02/03/2013	Ryan Kielty	0.5	2	Internal call to discuss Berkshire Hathaway proposal
02/03/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss Berkshire Hathaway proposal
02/03/2013	Ryan Kielty	0.5	4	Call with management to discuss Berkshire Hathaway proposal
02/02/2013	Benjamin H. Weingarten	0.5	2	Assist Company with Ocwen diligence
02/02/2013	Benjamin H. Weingarten	0.5	2	Review revised Berkshire MLS
02/02/2013	Benjamin H. Weingarten	0.5	2	Work on Berkshire purchase price analysis
02/02/2013	Benjamin H. Weingarten	3.0	4	Call with Berkshire Hathaway regarding final pre-close negotiations
02/02/2013	Jonathan R. Mattern	0.5	2	Assist Company with Ocwen diligence
02/02/2013	Jonathan R. Mattern	0.5	2	Review revised Berkshire MLS
02/02/2013	Jonathan R. Mattern	0.5	2	Work on Berkshire purchase price analysis
02/02/2013	Karn S. Chopra	2.5	3	Various calls with UCC advisors regarding Berkshire Hathaway negotiations
02/02/2013	Karn S. Chopra	3.0	4	Call with Berkshire Hathaway regarding final pre-close negotiations
02/02/2013	Karn S. Chopra	2.0	4	Various internal calls regarding Berkshire Hathaway negotiations
02/02/2013	Marc D. Puntus	2.5	3	Various calls with UCC advisors regarding Berkshire Hathaway negotiations

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
02/02/2013	Marc D. Puntus	3.0	4	Call with Berkshire Hathaway regarding final pre-close negotiations
02/02/2013	Marc D. Puntus	2.0	4	Various internal calls regarding Berkshire Hathaway negotiations
02/02/2013	Ryan Kielty	0.5	2	Review revised Berkshire MLS
02/02/2013	Ryan Kielty	2.5	3	Various calls with UCC advisors regarding Berkshire Hathaway negotiations
02/02/2013	Ryan Kielty	3.0	4	Call with Berkshire Hathaway regarding final pre-close negotiations
02/02/2013	Ryan Kielty	2.0	4	Various internal calls regarding Berkshire Hathaway negotiations
02/01/2013	Benjamin H. Weingarten	1.0	2	Post-closing true-up and remittances call
02/01/2013	Benjamin H. Weingarten	1.0	2	Flow of funds call with co-advisors and the Company and the Company
02/01/2013	Benjamin H. Weingarten	2.5	2	Internal meeting to discuss strategy for closing remaining asset sales
02/01/2013	Benjamin H. Weingarten	0.5	3	Call with co-advisor regarding assumed liabilities
02/01/2013	Benjamin H. Weingarten	1.0	3	Facilitate UCC diligence requests regarding assumed liabilities
02/01/2013	Benjamin H. Weingarten	2.0	4	Board Meeting / Call
02/01/2013	Jonathan R. Mattern	1.0	2	Post-closing true-up and remittances call
02/01/2013	Jonathan R. Mattern	1.0	2	Flow of funds call with co-advisors and the Company and the Company
02/01/2013	Jonathan R. Mattern	2.5	2	Internal meeting to discuss strategy for closing remaining asset sales
02/01/2013	Jonathan R. Mattern	0.5	3	Call with co-advisor regarding assumed liabilities
02/01/2013	Jonathan R. Mattern	1.0	3	Facilitate UCC diligence requests regarding assumed liabilities
02/01/2013	Jonathan R. Mattern	2.0	4	Board Meeting / Call
02/01/2013	Karn S. Chopra	1.0	2	Post-closing true-up and remittances call
02/01/2013	Karn S. Chopra	1.0	2	Flow of funds call with co-advisors and the Company and the Company
02/01/2013	Karn S. Chopra	2.5	2	Internal meeting to discuss strategy for closing remaining asset sales
02/01/2013	Karn S. Chopra	2.0	4	Board Meeting / Call
02/01/2013	Karn S. Chopra	1.5	4	Call with management to discuss FHLMC compensatory fees
02/01/2013	Karn S. Chopra	1.5	4	Prepared materials for board meeting
02/01/2013	Marc D. Puntus	1.0	2	Post-closing true-up and remittances call
02/01/2013	Marc D. Puntus	1.0	2	Flow of funds call with co-advisors and the Company and the Company
02/01/2013	Marc D. Puntus	2.5	2	Internal meeting to discuss strategy for closing remaining asset sales
02/01/2013	Marc D. Puntus	2.0	4	Board Meeting / Call
02/01/2013	Marc D. Puntus	1.5	4	Call with management to discuss FHLMC compensatory fees
02/01/2013	Ryan Kielty	1.0	2	Post-closing true-up and remittances call
02/01/2013	Ryan Kielty	1.0	2	Flow of funds call with co-advisors and the Company and the Company

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
02/01/2013	Ryan Kielty	2.5	2	Internal meeting to discuss strategy for closing remaining asset sales
02/01/2013	Ryan Kielty	1.0	3	Facilitate UCC diligence requests regarding assumed liabilities
02/01/2013	Ryan Kielty	2.0	4	Board Meeting / Call
02/01/2013	Ryan Kielty	1.5	4	Call with management to discuss FHLMC compensatory fees
01/31/2013	Benjamin H. Weingarten	1.0	2	Facilitated diligence for Ocwen and its advisors
01/31/2013	Benjamin H. Weingarten	0.5	3	Facilitated diligence for the JSBs regarding FHA sale
01/31/2013	Jonathan R. Mattern	1.0	2	Facilitated diligence for Ocwen and its advisors
01/31/2013	Jonathan R. Mattern	0.5	3	Facilitated diligence for the JSBs regarding FHA sale
01/31/2013	Karn S. Chopra	2.5	2	Call with Berkshire to discuss custodial file issues
01/31/2013	Karn S. Chopra	2.0	2	Call with management to discuss impact of Berkshire sale closing delay on SBO servicers
01/31/2013	Karn S. Chopra	1.5	2	Participated in multiple closing confirmation calls
01/31/2013	Karn S. Chopra	1.5	3	Participated in weekly UCC call
01/31/2013	Karn S. Chopra	1.0	4	Daily call with management to discuss progress and next steps
01/31/2013	Karn S. Chopra	1.0	11	Internal meeting to discuss cash collateral usage
01/31/2013	Marc D. Puntus	2.5	2	Call with Berkshire to discuss custodial file issues
01/31/2013	Marc D. Puntus	2.0	2	Call with management to discuss impact of Berkshire sale closing delay on SBO servicers
01/31/2013	Marc D. Puntus	1.5	2	Participated in multiple closing confirmation calls
01/31/2013	Marc D. Puntus	1.5	3	Participated in weekly UCC call
01/31/2013	Marc D. Puntus	1.0	4	Daily call with management to discuss progress and next steps
01/31/2013	Marc D. Puntus	1.0	11	Internal meeting to discuss cash collateral usage
01/31/2013	Ryan Kielty	2.5	2	Call with Berkshire to discuss custodial file issues
01/31/2013	Ryan Kielty	2.0	2	Call with management to discuss impact of Berkshire sale closing delay on SBO servicers
01/31/2013	Ryan Kielty	1.0	2	Facilitated diligence for Ocwen and its advisors
01/31/2013	Ryan Kielty	1.5	2	Participated in multiple closing confirmation calls
01/31/2013	Ryan Kielty	0.5	3	Facilitated diligence for the JSBs regarding FHA sale
01/31/2013	Ryan Kielty	1.5	3	Participated in weekly UCC call
01/31/2013	Ryan Kielty	1.0	4	Daily call with management to discuss progress and next steps
01/31/2013	Ryan Kielty	1.0	11	Internal meeting to discuss cash collateral usage
01/30/2013	Benjamin H. Weingarten	1.0	2	Assembled backup schedules to SoPAAL
01/30/2013	Benjamin H. Weingarten	1.0	2	Facilitated Walter diligence requests
01/30/2013	Benjamin H. Weingarten	1.5	2	Final flow of funds call for Walter trade
01/30/2013	Benjamin H. Weingarten	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/30/2013	Benjamin H. Weingarten	1.0	2	Reviewed cure objection analysis
01/30/2013	Benjamin H. Weingarten	1.5	2	Reviewed flow of funds schedules

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 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
01/30/2013	Benjamin H. Weingarten	0.5	4	Call with managemnet to confirm delay in Berkshire closing
01/30/2013	Benjamin H. Weingarten	2.5	4	Participated in weekly board call
01/30/2013	Jonathan R. Mattern	1.0	2	Assembled backup schedules to SoPAAL
01/30/2013	Jonathan R. Mattern	1.5	2	Final flow of funds call for Walter trade
01/30/2013	Jonathan R. Mattern	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/30/2013	Jonathan R. Mattern	2.5	4	Participated in weekly board call
01/30/2013	Karn S. Chopra	1.5	2	Final flow of funds call for Walter trade
01/30/2013	Karn S. Chopra	2.5	2	Multiple calls with Berkshire to discuss custodial file issues
01/30/2013	Karn S. Chopra	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/30/2013	Karn S. Chopra	1.0	2	Reviewed cure objection analysis
01/30/2013	Karn S. Chopra	1.5	2	Reviewed flow of funds schedules
01/30/2013	Karn S. Chopra	1.0	3	Calls with multiple creditors to discuss delay in Berkshire closing
01/30/2013	Karn S. Chopra	0.5	4	Call with managemnet to confirm delay in Berkshire closing
01/30/2013	Karn S. Chopra	2.5	4	Participated in weekly board call
01/30/2013	Marc D. Puntus	1.5	2	Final flow of funds call for Walter trade
01/30/2013	Marc D. Puntus	2.5	2	Multiple calls with Berkshire to discuss custodial file issues
01/30/2013	Marc D. Puntus	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/30/2013	Marc D. Puntus	1.0	3	Calls with multiple creditors to discuss delay in Berkshire closing
01/30/2013	Marc D. Puntus	0.5	4	Call with managemnet to confirm delay in Berkshire closing
01/30/2013	Marc D. Puntus	2.5	4	Participated in weekly board call
01/30/2013	Ryan Kielty	1.5	2	Final flow of funds call for Walter trade
01/30/2013	Ryan Kielty	2.5	2	Multiple calls with Berkshire to discuss custodial file issues
01/30/2013	Ryan Kielty	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/30/2013	Ryan Kielty	1.0	2	Reviewed cure objection analysis
01/30/2013	Ryan Kielty	1.5	2	Reviewed flow of funds schedules
01/30/2013	Ryan Kielty	1.0	3	Calls with multiple creditors to discuss delay in Berkshire closing
01/30/2013	Ryan Kielty	0.5	4	Call with managemnet to confirm delay in Berkshire closing
01/30/2013	Ryan Kielty	2.5	4	Participated in weekly board call
01/29/2013	Benjamin H. Weingarten	1.0	2	Call with Company and co-advisors to discuss closing schedules
01/29/2013	Benjamin H. Weingarten	0.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/29/2013	Benjamin H. Weingarten	1.0	2	Prepared revised purchase price analysis on Berkshire portfolio
01/29/2013	Benjamin H. Weingarten	2.0	2	Review revised Berkshire MLS

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Date	Name	Hours	Legend #	Description
01/29/2013	Benjamin H. Weingarten	1.5	3	Facilitated UCC diligence regarding Walter and Berkshire sales
01/29/2013	Benjamin H. Weingarten	3.0	3	Prepared purchase price analyses for UCC on Berkshire portfolio
01/29/2013	Jonathan R. Mattern	1.0	1	Dataroom work
01/29/2013	Jonathan R. Mattern	0.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/29/2013	Jonathan R. Mattern	1.0	2	Prepared revised purchase price analysis on Berkshire portfolio
01/29/2013	Jonathan R. Mattern	2.0	2	Review revised Berkshire MLS
01/29/2013	Jonathan R. Mattern	3.0	3	Prepared purchase price analyses for UCC on Berkshire portfolio
01/29/2013	Karn S. Chopra	0.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/29/2013	Karn S. Chopra	0.5	4	Daily call with management to discuss progress and next steps
01/29/2013	Karn S. Chopra	3.5	4	Prepared slides for board call
01/29/2013	Marc D. Puntus	0.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/29/2013	Marc D. Puntus	0.5	4	Daily call with management to discuss progress and next steps
01/29/2013	Ryan Kielty	0.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/29/2013	Ryan Kielty	1.5	3	Facilitated UCC diligence regarding Walter and Berkshire sales
01/29/2013	Ryan Kielty	0.5	4	Daily call with management to discuss progress and next steps
01/28/2013	Benjamin H. Weingarten	1.0	2	Assisted Walter with diligence
01/28/2013	Benjamin H. Weingarten	1.5	2	Call with Ocwen to discuss treatment of business employee liabilities in purchase price calculation
01/28/2013	Benjamin H. Weingarten	4.0	2	Cure objection analysis work
01/28/2013	Benjamin H. Weingarten	2.0	2	Performed diligence regarding MSR Elimination items
01/28/2013	Benjamin H. Weingarten	1.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/28/2013	Benjamin H. Weingarten	1.0	2	Work on purchase price analysis
01/28/2013	Benjamin H. Weingarten	1.5	2	Work on SoPAAL and backup schedules
01/28/2013	Benjamin H. Weingarten	0.5	3	Call with JSB advisors to discuss expense allocation post-closing
01/28/2013	Jonathan R. Mattern	2.0	1	Timesheet work
01/28/2013	Jonathan R. Mattern	1.5	2	Call with Ocwen to discuss treatment of business employee liabilities in purchase price calculation
01/28/2013	Jonathan R. Mattern	4.0	2	Cure objection analysis work
01/28/2013	Jonathan R. Mattern	2.0	2	Performed diligence regarding MSR Elimination items
01/28/2013	Jonathan R. Mattern	1.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/28/2013	Jonathan R. Mattern	1.0	2	Work on purchase price analysis
01/28/2013	Jonathan R. Mattern	1.5	2	Work on SoPAAL and backup schedules

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Date	Name	Hours	Legend #	Description
01/28/2013	Jonathan R. Mattern	0.5	3	Call with JSB advisors to discuss expense allocation post-closing
01/28/2013	Karn S. Chopra	1.0	2	Call with Berkshire to discuss custodial file issues
01/28/2013	Karn S. Chopra	1.5	2	Call with Ocwen to discuss treatment of business employee liabilities in purchase price calculation
01/28/2013	Karn S. Chopra	1.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/28/2013	Karn S. Chopra	1.5	3	Call with Ally, UCC and JSB advisors to discuss revised expense allocation
01/28/2013	Karn S. Chopra	0.5	3	Call with JSB advisors to discuss expense allocation post-closing
01/28/2013	Karn S. Chopra	0.5	4	Call with management to discuss Freddie proposal
01/28/2013	Karn S. Chopra	0.5	4	Daily call with management to discuss progress and next steps
01/28/2013	Marc D. Puntus	1.0	2	Call with Berkshire to discuss custodial file issues
01/28/2013	Marc D. Puntus	1.5	2	Call with Ocwen to discuss treatment of business employee liabilities in purchase price calculation
01/28/2013	Marc D. Puntus	1.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/28/2013	Marc D. Puntus	1.5	3	Call with Ally, UCC and JSB advisors to discuss revised expense allocation
01/28/2013	Marc D. Puntus	0.5	3	Call with JSB advisors to discuss expense allocation post-closing
01/28/2013	Marc D. Puntus	0.5	4	Call with management to discuss Freddie proposal
01/28/2013	Marc D. Puntus	0.5	4	Daily call with management to discuss progress and next steps
01/28/2013	Ryan Kielty	1.0	2	Call with Berkshire to discuss custodial file issues
01/28/2013	Ryan Kielty	1.5	2	Call with Ocwen to discuss treatment of business employee liabilities in purchase price calculation
01/28/2013	Ryan Kielty	1.5	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/28/2013	Ryan Kielty	1.5	3	Call with Ally, UCC and JSB advisors to discuss revised expense allocation
01/28/2013	Ryan Kielty	0.5	3	Call with JSB advisors to discuss expense allocation post-closing
01/28/2013	Ryan Kielty	0.5	4	Call with management to discuss Freddie proposal
01/28/2013	Ryan Kielty	0.5	4	Daily call with management to discuss progress and next steps
01/27/2013	Benjamin H. Weingarten	1.0	2	Assisted Berkshire with diligence questions regarding MLS and purchase price analysis
01/27/2013	Benjamin H. Weingarten	1.5	4	Participated in board call
01/27/2013	Jonathan R. Mattern	1.5	4	Participated in board call
01/27/2013	Karn S. Chopra	1.0	2	Assisted Berkshire with diligence questions regarding MLS and purchase price analysis
01/27/2013	Karn S. Chopra	1.5	4	Participated in board call
01/27/2013	Marc D. Puntus	1.5	4	Participated in board call
01/27/2013	Ryan Kielty	1.5	4	Participated in board call

Detail Report (by Date)

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Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
01/26/2013	Karn S. Chopra	2.0	2	Various calls with Freddie Mac and UCC to discuss cure claim estimates
01/26/2013	Marc D. Puntus	2.0	2	Various calls with Freddie Mac and UCC to discuss cure claim estimates
01/26/2013	Ryan Kielty	2.0	2	Various calls with Freddie Mac and UCC to discuss cure claim estimates
01/25/2013	Benjamin H. Weingarten	0.5	2	Assisted co-advisors regarding diligence on assets remaining in estate
01/25/2013	Benjamin H. Weingarten	1.0	2	Call with Company to discuss advance analysis
01/25/2013	Benjamin H. Weingarten	4.0	2	Cure objection analysis work
01/25/2013	Benjamin H. Weingarten	2.0	2	Purchase price analysis work
01/25/2013	Benjamin H. Weingarten	0.5	3	Prepared analysis for creditors on FNMA Claim Settlement
01/25/2013	Jonathan R. Mattern	1.5	1	Dataroom work
01/25/2013	Jonathan R. Mattern	1.0	2	Call with Company to discuss advance analysis
01/25/2013	Jonathan R. Mattern	4.0	2	Cure objection analysis work
01/25/2013	Jonathan R. Mattern	2.0	2	Purchase price analysis work
01/25/2013	Karn S. Chopra	2.5	2	Call with Berkshire to discuss custodial file issues
01/25/2013	Karn S. Chopra	0.5	2	Call with Fannie Mae to finalize cure negotiations
01/25/2013	Karn S. Chopra	4.5	2	Worked with management to evaluate Berkshire purchase price under various alternatives
01/25/2013	Karn S. Chopra	2.0	3	Call with UCC advisors to discuss latest Freddie Mac proposal
01/25/2013	Karn S. Chopra	1.5	4	Call with management to discuss Freddie Mac strategy
01/25/2013	Marc D. Puntus	2.5	2	Call with Berkshire to discuss custodial file issues
01/25/2013	Marc D. Puntus	0.5	2	Call with Fannie Mae to finalize cure negotiations
01/25/2013	Marc D. Puntus	4.5	2	Worked with management to evaluate Berkshire purchase price under various alternatives
01/25/2013	Marc D. Puntus	2.0	3	Call with UCC advisors to discuss latest Freddie Mac proposal
01/25/2013	Marc D. Puntus	1.5	4	Call with management to discuss Freddie Mac strategy
01/25/2013	Ryan Kielty	2.5	2	Call with Berkshire to discuss custodial file issues
01/25/2013	Ryan Kielty	0.5	2	Call with Fannie Mae to finalize cure negotiations
01/25/2013	Ryan Kielty	4.5	2	Worked with management to evaluate Berkshire purchase price under various alternatives
01/25/2013	Ryan Kielty	2.0	3	Call with UCC advisors to discuss latest Freddie Mac proposal
01/25/2013	Ryan Kielty	1.5	4	Call with management to discuss Freddie Mac strategy
01/24/2013	Benjamin H. Weingarten	1.5	2	Berkshire MLS review
01/24/2013	Benjamin H. Weingarten	2.0	2	Cure objection analysis work
01/24/2013	Benjamin H. Weingarten	1.0	2	Facilitated co-advisor diligence
01/24/2013	Benjamin H. Weingarten	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/24/2013	Benjamin H. Weingarten	1.0	2	Worked on Berkshire purchase price analysis
01/24/2013	Benjamin H. Weingarten	1.5	3	Call with UCC advisors to discuss Walter sale closing

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
01/24/2013	Benjamin H. Weingarten	2.5	3	Participated in weekly board call
01/24/2013	Jonathan R. Mattern	1.5	2	Berkshire MLS review
01/24/2013	Jonathan R. Mattern	2.0	2	Cure objection analysis work
01/24/2013	Jonathan R. Mattern	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/24/2013	Jonathan R. Mattern	1.0	2	Worked on Berkshire purchase price analysis
01/24/2013	Jonathan R. Mattern	1.5	3	Call with UCC advisors to discuss Walter sale closing
01/24/2013	Jonathan R. Mattern	2.5	3	Participated in weekly board call
01/24/2013	Karn S. Chopra	1.5	2	Call to discuss PSA amendments
01/24/2013	Karn S. Chopra	2.0	2	Call with Freddie Mac and UCC advisors to discuss next steps
01/24/2013	Karn S. Chopra	1.0	2	Call with Freddie Mac to discuss cure claim estimates
01/24/2013	Karn S. Chopra	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/24/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss Walter sale closing
01/24/2013	Karn S. Chopra	2.5	3	Participated in weekly board call
01/24/2013	Marc D. Puntus	1.5	2	Call to discuss PSA amendments
01/24/2013	Marc D. Puntus	2.0	2	Call with Freddie Mac and UCC advisors to discuss next steps
01/24/2013	Marc D. Puntus	1.0	2	Call with Freddie Mac to discuss cure claim estimates
01/24/2013	Marc D. Puntus	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/24/2013	Marc D. Puntus	1.5	3	Call with UCC advisors to discuss Walter sale closing
01/24/2013	Marc D. Puntus	2.5	3	Participated in weekly board call
01/24/2013	Ryan Kielty	1.5	2	Call to discuss PSA amendments
01/24/2013	Ryan Kielty	2.0	2	Call with Freddie Mac and UCC advisors to discuss next steps
01/24/2013	Ryan Kielty	1.0	2	Call with Freddie Mac to discuss cure claim estimates
01/24/2013	Ryan Kielty	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/24/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss Walter sale closing
01/24/2013	Ryan Kielty	2.5	3	Participated in weekly board call
01/23/2013	Benjamin H. Weingarten	1.0	1	Dataroom work
01/23/2013	Benjamin H. Weingarten	1.5	2	Call with co-advisors to discuss cure claim negotiation status
01/23/2013	Benjamin H. Weingarten	2.0	2	Follow-up work on cure claims
01/23/2013	Benjamin H. Weingarten	1.0	2	Prepared analysis for the Company in connection with OCN diligence
01/23/2013	Benjamin H. Weingarten	5.0	2	Review Berkshire APA tapes
01/23/2013	Benjamin H. Weingarten	1.0	2	Review draft APA schedules
01/23/2013	Benjamin H. Weingarten	1.0	5	Call with co-advisors to discuss DIP analysis

Detail Report (by Date)

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Residential Capital, LLC
 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
01/23/2013	Jonathan R. Mattern	1.5	2	Call with co-advisors to discuss cure claim negotiation status
01/23/2013	Jonathan R. Mattern	2.0	2	Follow-up work on cure claims
01/23/2013	Jonathan R. Mattern	1.0	2	Prepared analysis for the Company in connection with OCN diligence
01/23/2013	Jonathan R. Mattern	2.0	2	Prepared Berkshire APA schedules
01/23/2013	Jonathan R. Mattern	1.0	2	Prepared Berkshire APA WL portfolio stratification
01/23/2013	Jonathan R. Mattern	5.0	2	Review Berkshire APA tapes
01/23/2013	Jonathan R. Mattern	1.0	5	Call with co-advisors to discuss DIP analysis
01/23/2013	Karn S. Chopra	1.0	2	Call to discuss Berkshire response to Debtors proposal
01/23/2013	Karn S. Chopra	1.0	2	Call to discuss trading securities
01/23/2013	Karn S. Chopra	1.0	2	Call with Berkshire to discuss chapter 13 impact on whole loan sale
01/23/2013	Karn S. Chopra	0.5	2	Call with Freddie Mac to discuss cure claim estimates
01/23/2013	Karn S. Chopra	0.5	5	Call to discuss extension of Ally DIP
01/23/2013	Karn S. Chopra	1.0	5	Lender call to introduce DIP amendment
01/23/2013	Karn S. Chopra	0.5	5	Prepare for lender call to introduce DIP amendment
01/23/2013	Marc D. Puntus	1.0	2	Call to discuss Berkshire response to Debtors proposal
01/23/2013	Marc D. Puntus	1.0	2	Call to discuss trading securities
01/23/2013	Marc D. Puntus	1.0	2	Call with Berkshire to discuss chapter 13 impact on whole loan sale
01/23/2013	Marc D. Puntus	0.5	2	Call with Freddie Mac to discuss cure claim estimates
01/23/2013	Marc D. Puntus	0.5	5	Call to discuss extension of Ally DIP
01/23/2013	Marc D. Puntus	1.0	5	Lender call to introduce DIP amendment
01/23/2013	Marc D. Puntus	0.5	5	Prepare for lender call to introduce DIP amendment
01/23/2013	Ryan Kielty	1.0	2	Call to discuss Berkshire response to Debtors proposal
01/23/2013	Ryan Kielty	1.0	2	Call to discuss trading securities
01/23/2013	Ryan Kielty	1.0	2	Call with Berkshire to discuss chapter 13 impact on whole loan sale
01/23/2013	Ryan Kielty	1.5	2	Call with co-advisors to discuss cure claim negotiation status
01/23/2013	Ryan Kielty	0.5	2	Call with Freddie Mac to discuss cure claim estimates
01/23/2013	Ryan Kielty	1.0	2	Review draft APA schedules
01/23/2013	Ryan Kielty	0.5	5	Call to discuss extension of Ally DIP
01/23/2013	Ryan Kielty	1.0	5	Lender call to introduce DIP amendment
01/23/2013	Ryan Kielty	0.5	5	Prepare for lender call to introduce DIP amendment
01/22/2013	Benjamin H. Weingarten	0.5	2	Assisted Company with Berkshire purchase price analysis

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
01/22/2013	Benjamin H. Weingarten	0.5	2	Call with the Company to discuss outstanding cure objections vis-à-vis finalizing APA schedules
01/22/2013	Benjamin H. Weingarten	1.5	2	Prepared analysis for the Company in connection with OCN diligence
01/22/2013	Benjamin H. Weingarten	4.0	2	Work on APA schedules
01/22/2013	Benjamin H. Weingarten	2.0	4	Drafted board slides
01/22/2013	Jonathan R. Mattern	0.5	2	Assisted Company with Berkshire purchase price analysis
01/22/2013	Jonathan R. Mattern	0.5	2	Call with the Company to discuss outstanding cure objections vis-à-vis finalizing APA schedules
01/22/2013	Jonathan R. Mattern	1.5	2	Prepared analysis for the Company in connection with OCN diligence
01/22/2013	Jonathan R. Mattern	4.0	2	Work on APA schedules
01/22/2013	Jonathan R. Mattern	1.5	2	Worked on additional cure objection analysis
01/22/2013	Karn S. Chopra	1.5	2	Call to discuss Berkshire loan level diligence and strategy
01/22/2013	Karn S. Chopra	3.5	2	Call with Berkshire to discuss loan level diligence issues
01/22/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss Berkshire's loan level diligence issues
01/22/2013	Marc D. Puntus	1.5	2	Call to discuss Berkshire loan level diligence and strategy
01/22/2013	Marc D. Puntus	3.5	2	Call with Berkshire to discuss loan level diligence issues
01/22/2013	Marc D. Puntus	1.5	3	Call with UCC advisors to discuss Berkshire's loan level diligence issues
01/22/2013	Ryan Kielty	1.5	2	Call to discuss Berkshire loan level diligence and strategy
01/22/2013	Ryan Kielty	3.5	2	Call with Berkshire to discuss loan level diligence issues
01/22/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss Berkshire's loan level diligence issues
01/21/2013	Benjamin H. Weingarten	0.5	2	Assisted co-advisor with purchase price analysis diligence
01/21/2013	Benjamin H. Weingarten	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/21/2013	Benjamin H. Weingarten	2.5	11	Call with management to discuss Freddie Mac strategy
01/21/2013	Jonathan R. Mattern	0.5	2	Assisted co-advisor with purchase price analysis diligence
01/21/2013	Jonathan R. Mattern	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/21/2013	Jonathan R. Mattern	1.0	2	Revised SoPAAL with additional information from Company
01/21/2013	Jonathan R. Mattern	2.5	11	Call with management to discuss Freddie Mac strategy
01/21/2013	Karn S. Chopra	1.0	2	Call with Freddie Mac to discuss cure claim estimates
01/21/2013	Karn S. Chopra	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation

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Date	Name	Hours	Legend #	Description
01/21/2013	Karn S. Chopra	1.0	5	Call with Barclays to discuss DIP amendment
01/21/2013	Karn S. Chopra	2.5	11	Call with management to discuss Freddie Mac strategy
01/21/2013	Marc D. Puntus	1.0	2	Call with Freddie Mac to discuss cure claim estimates
01/21/2013	Marc D. Puntus	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/21/2013	Marc D. Puntus	1.0	5	Call with Barclays to discuss DIP amendment
01/21/2013	Marc D. Puntus	2.5	11	Call with management to discuss Freddie Mac strategy
01/21/2013	Ryan Kielty	1.0	2	Call with Freddie Mac to discuss cure claim estimates
01/21/2013	Ryan Kielty	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/21/2013	Ryan Kielty	1.0	5	Call with Barclays to discuss DIP amendment
01/21/2013	Ryan Kielty	2.5	11	Call with management to discuss Freddie Mac strategy
01/20/2013	Karn S. Chopra	3.5	2	Updated Freddie Mac cure negotiation analysis
01/19/2013	Benjamin H. Weingarten	1.0	5	Work on DIP lender presentation
01/18/2013	Benjamin H. Weingarten	2.0	2	Prepared and facilitated diligence for co-advisor regarding purchased assets
01/18/2013	Benjamin H. Weingarten	1.5	2	Review of advance schedule
01/18/2013	Benjamin H. Weingarten	1.0	2	Revised purchase price analysis on Berkshire sale
01/18/2013	Benjamin H. Weingarten	1.0	2	Work on co-advisor diligence question regarding cure claims
01/18/2013	Benjamin H. Weingarten	2.0	2	Work on Platform purchase price schedule
01/18/2013	Benjamin H. Weingarten	1.5	4	Participated in weekly board call
01/18/2013	Jonathan R. Mattern	2.0	2	Work on Platform purchase price schedule
01/18/2013	Jonathan R. Mattern	1.5	4	Participated in weekly board call
01/18/2013	Karn S. Chopra	1.5	3	Separate calls with Ally, Citi and JSBs to provide GSE negotiation update
01/18/2013	Karn S. Chopra	1.0	4	Call with management to discuss updates to post-closing expense allocation
01/18/2013	Karn S. Chopra	1.5	4	Participated in weekly board call
01/18/2013	Karn S. Chopra	1.0	4	Prepare materials for weekly board call
01/18/2013	Karn S. Chopra	3.5	7	Meeting with examiner's advisors
01/18/2013	Karn S. Chopra	1.0	7	Prepare materials for follow-up meeting with examiner advisors
01/18/2013	Marc D. Puntus	1.5	3	Separate calls with Ally, Citi and JSBs to provide GSE negotiation update
01/18/2013	Marc D. Puntus	1.0	4	Call with management to discuss updates to post-closing expense allocation
01/18/2013	Marc D. Puntus	1.5	4	Participated in weekly board call
01/18/2013	Marc D. Puntus	3.5	7	Meeting with examiner's advisors
01/18/2013	Marc D. Puntus	1.0	7	Prepare materials for follow-up meeting with examiner advisors
01/18/2013	Ryan Kielty	1.5	2	Review of advance schedule

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Date	Name	Hours	Legend #	Description
01/18/2013	Ryan Kielty	1.0	2	Revised purchase price analysis on Berkshire sale
01/18/2013	Ryan Kielty	1.5	3	Separate calls with Ally, Citi and JSBs to provide GSE negotiation update
01/18/2013	Ryan Kielty	1.0	4	Call with management to discuss updates to post-closing expense allocation
01/18/2013	Ryan Kielty	1.5	4	Participated in weekly board call
01/18/2013	Ryan Kielty	1.0	7	Prepare materials for follow-up meeting with examiner advisors
01/17/2013	Benjamin H. Weingarten	2.5	2	Prepared purchase price analysis on Berkshire sale
01/17/2013	Benjamin H. Weingarten	2.0	2	Reviewed purchase price analysis
01/17/2013	Jonathan R. Mattern	2.5	2	Prepared purchase price analysis on Berkshire sale
01/17/2013	Karn S. Chopra	1.5	2	Call with Fannie, Freddie and FHFA to discuss sale closing timing and next steps
01/17/2013	Karn S. Chopra	0.5	2	Call with Freddie Mac to discuss cure claim estimates
01/17/2013	Karn S. Chopra	1.5	2	Call with management to discuss loan level diligenece questions from Berkshire
01/17/2013	Karn S. Chopra	4.0	3	Multiple calls with UCC to discuss closing of asset sales and GSE negotiations update
01/17/2013	Karn S. Chopra	1.0	12	Call with bidders to discuss FHA loan sale process
01/17/2013	Marc D. Puntus	1.5	2	Call with Fannie, Freddie and FHFA to discuss sale closing timing and next steps
01/17/2013	Marc D. Puntus	0.5	2	Call with Freddie Mac to discuss cure claim estimates
01/17/2013	Marc D. Puntus	1.5	2	Call with management to discuss loan level diligenece questions from Berkshire
01/17/2013	Marc D. Puntus	4.0	3	Multiple calls with UCC to discuss closing of asset sales and GSE negotiations update
01/17/2013	Marc D. Puntus	1.0	12	Call with bidders to discuss FHA loan sale process
01/17/2013	Ryan Kielty	1.5	2	Call with Fannie, Freddie and FHFA to discuss sale closing timing and next steps
01/17/2013	Ryan Kielty	0.5	2	Call with Freddie Mac to discuss cure claim estimates
01/17/2013	Ryan Kielty	1.5	2	Call with management to discuss loan level diligenece questions from Berkshire
01/17/2013	Ryan Kielty	2.0	2	Reviewed purchase price analysis
01/17/2013	Ryan Kielty	4.0	3	Multiple calls with UCC to discuss closing of asset sales and GSE negotiations update
01/17/2013	Ryan Kielty	1.0	12	Call with bidders to discuss FHA loan sale process
01/16/2013	Benjamin H. Weingarten	1.0	2	Call with the Company regarding Ocwen diligence requests / analysis
01/16/2013	Benjamin H. Weingarten	1.0	2	Facilitated diligence for Ocwen and its advisors
01/16/2013	Benjamin H. Weingarten	2.0	2	Work on purchase price schedules

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Date	Name	Hours	Legend #	Description
01/16/2013	Jonathan R. Mattern	1.0	2	Call with the Company regarding Ocwen diligence requests / analysis
01/16/2013	Jonathan R. Mattern	2.0	2	Work on purchase price schedules
01/16/2013	Karn S. Chopra	2.5	1	Attended omnibus hearing
01/16/2013	Karn S. Chopra	2.5	2	Multiple calls throughout the day with Fannie Mae to discuss cure negotiations
01/16/2013	Karn S. Chopra	1.5	3	Multiple calls throughout the day with the UCC advisors to discuss FNMA cure negotiations
01/16/2013	Karn S. Chopra	1.0	4	Call with management to discuss GNMA MSR amendment
01/16/2013	Marc D. Puntus	2.5	1	Attended omnibus hearing
01/16/2013	Marc D. Puntus	2.5	2	Multiple calls throughout the day with Fannie Mae to discuss cure negotiations
01/16/2013	Marc D. Puntus	1.5	3	Multiple calls throughout the day with the UCC advisors to discuss FNMA cure negotiations
01/16/2013	Marc D. Puntus	1.0	4	Call with management to discuss GNMA MSR amendment
01/16/2013	Ryan Kielty	2.5	2	Multiple calls throughout the day with Fannie Mae to discuss cure negotiations
01/16/2013	Ryan Kielty	1.5	3	Multiple calls throughout the day with the UCC advisors to discuss FNMA cure negotiations
01/16/2013	Ryan Kielty	1.0	4	Call with management to discuss GNMA MSR amendment
01/15/2013	Benjamin H. Weingarten	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/15/2013	Benjamin H. Weingarten	2.0	2	Prepared analysis for the Company in connection with OCN diligence
01/15/2013	Benjamin H. Weingarten	1.0	2	Prepared loan-level list pertaining to cure objections for estate subservicing analysis
01/15/2013	Benjamin H. Weingarten	1.0	2	Reviewed draft FNMA stipulation
01/15/2013	Benjamin H. Weingarten	2.0	3	Call with UCC to discuss closing of asset sales
01/15/2013	Jonathan R. Mattern	1.0	1	Dataroom work
01/15/2013	Jonathan R. Mattern	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/15/2013	Jonathan R. Mattern	2.0	2	Prepared analysis for the Company in connection with OCN diligence
01/15/2013	Jonathan R. Mattern	2.0	2	Work on purchase price schedules
01/15/2013	Jonathan R. Mattern	2.0	3	Call with UCC to discuss closing of asset sales
01/15/2013	Karn S. Chopra	0.5	2	Call with Fannie Mae to discuss cure negotiations
01/15/2013	Karn S. Chopra	1.5	2	Call with Freddie Mac to discuss cure claim estimates
01/15/2013	Karn S. Chopra	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/15/2013	Karn S. Chopra	1.5	3	Call with Ally advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Karn S. Chopra	1.0	3	Call with JSB advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Karn S. Chopra	2.0	3	Call with UCC to discuss closing of asset sales

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Date	Name	Hours	Legend #	Description
01/15/2013	Karn S. Chopra	1.5	3	Drafted email to UCC advisors highlighting GSE negotiation progress and next steps
01/15/2013	Marc D. Puntus	0.5	2	Call with Fannie Mae to discuss cure negotiations
01/15/2013	Marc D. Puntus	1.5	2	Call with Freddie Mac to discuss cure claim estimates
01/15/2013	Marc D. Puntus	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/15/2013	Marc D. Puntus	1.5	3	Call with Ally advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Marc D. Puntus	1.0	3	Call with JSB advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Marc D. Puntus	2.0	3	Call with UCC to discuss closing of asset sales
01/15/2013	Ryan Kielty	0.5	2	Call with Fannie Mae to discuss cure negotiations
01/15/2013	Ryan Kielty	1.5	2	Call with Freddie Mac to discuss cure claim estimates
01/15/2013	Ryan Kielty	2.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/15/2013	Ryan Kielty	1.5	3	Call with Ally advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Ryan Kielty	1.0	3	Call with JSB advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss sale forecasting, reporting, and expense allocation
01/15/2013	Ryan Kielty	2.0	3	Call with UCC to discuss closing of asset sales
01/14/2013	Benjamin H. Weingarten	1.0	2	Call with the Company on Berkshire sale
01/14/2013	Benjamin H. Weingarten	1.0	2	Prepared SoPAAL backup schedules
01/14/2013	Benjamin H. Weingarten	0.5	2	Responded to Ocwen diligence questions
01/14/2013	Benjamin H. Weingarten	2.0	2	Work on purchase price schedules
01/14/2013	Jonathan R. Mattern	1.0	1	Dataroom work
01/14/2013	Jonathan R. Mattern	1.5	2	Call to finalize WL portfolio schedules
01/14/2013	Jonathan R. Mattern	1.0	2	Call with the Company on Berkshire sale
01/14/2013	Jonathan R. Mattern	1.0	2	Prepared SoPAAL backup schedules
01/14/2013	Jonathan R. Mattern	0.5	2	Responded to Ocwen diligence questions
01/14/2013	Jonathan R. Mattern	2.0	2	Work on purchase price schedules
01/14/2013	Karn S. Chopra	1.0	2	Call with Walter and Ocwen to discuss next steps and GSE negotiations
01/14/2013	Karn S. Chopra	3.0	4	Call with management to discuss forecasting and variance reporting post sale
01/14/2013	Marc D. Puntus	1.0	2	Call with Walter and Ocwen to discuss next steps and GSE negotiations
01/14/2013	Marc D. Puntus	3.0	4	Call with management to discuss forecasting and variance reporting post sale
01/14/2013	Ryan Kielty	1.5	2	Call to finalize WL portfolio schedules
01/14/2013	Ryan Kielty	1.0	2	Call with the Company on Berkshire sale
01/14/2013	Ryan Kielty	1.0	2	Call with Walter and Ocwen to discuss next steps and GSE negotiations

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Date	Name	Hours	Legend #	Description
01/14/2013	Ryan Kielty	3.0	4	Call with management to discuss forecasting and variance reporting post sale
01/13/2013	Benjamin H. Weingarten	0.5	3	Assisted Ally's advisors with diligence
01/13/2013	Karn S. Chopra	2.0	2	Updated GSE cure negotiations analyses and slides
01/11/2013	Benjamin H. Weingarten	3.0	2	Coordinated with Company to make revisions to APA data tapes and schedules
01/11/2013	Benjamin H. Weingarten	3.0	2	Work on purchase price schedules
01/11/2013	Benjamin H. Weingarten	2.5	4	Participated in weekly board call
01/11/2013	Jonathan R. Mattern	3.0	2	Coordinated with Company to make revisions to APA data tapes and schedules
01/11/2013	Jonathan R. Mattern	3.0	2	Work on purchase price schedules
01/11/2013	Jonathan R. Mattern	2.5	4	Participated in weekly board call
01/11/2013	Karn S. Chopra	1.5	2	Call with Berkshire to discuss asset sale closing
01/11/2013	Karn S. Chopra	3.0	2	Call with Fannie Mae to discuss cure negotiations
01/11/2013	Karn S. Chopra	2.5	4	Participated in weekly board call
01/11/2013	Karn S. Chopra	0.5	12	Internal call to discuss DOJ concerns with FHA loan sale
01/11/2013	Marc D. Puntus	1.5	2	Call with Berkshire to discuss asset sale closing
01/11/2013	Marc D. Puntus	3.0	2	Call with Fannie Mae to discuss cure negotiations
01/11/2013	Marc D. Puntus	2.5	4	Participated in weekly board call
01/11/2013	Marc D. Puntus	0.5	12	Internal call to discuss DOJ concerns with FHA loan sale
01/11/2013	Ryan Kielty	1.5	2	Call with Berkshire to discuss asset sale closing
01/11/2013	Ryan Kielty	3.0	2	Call with Fannie Mae to discuss cure negotiations
01/11/2013	Ryan Kielty	2.5	4	Participated in weekly board call
01/11/2013	Ryan Kielty	0.5	12	Internal call to discuss DOJ concerns with FHA loan sale
01/10/2013	Benjamin H. Weingarten	2.0	2	Internal call to discuss file delivery process for whole loan sale
01/10/2013	Benjamin H. Weingarten	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/10/2013	Benjamin H. Weingarten	1.0	2	Prepared analysis on FNMA and FHLMC cure claims
01/10/2013	Benjamin H. Weingarten	3.0	2	Reviewed APA schedules
01/10/2013	Benjamin H. Weingarten	4.0	4	Prepare slides to summarize GSE negotiations for board call
01/10/2013	Jonathan R. Mattern	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/10/2013	Jonathan R. Mattern	2.5	2	Prepared and reviewed Company SoPAAL
01/10/2013	Jonathan R. Mattern	5.0	2	Prepared APA data tapes and schedules
01/10/2013	Karn S. Chopra	1.5	2	Call with Walter and Ocwen to discuss next steps and GSE negotiations
01/10/2013	Karn S. Chopra	2.0	2	Internal call to discuss file delivery process for whole loan sale
01/10/2013	Karn S. Chopra	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/10/2013	Karn S. Chopra	1.0	3	Call with Citi advisors to discuss asset sale closings

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Date	Name	Hours	Legend #	Description
01/10/2013	Karn S. Chopra	4.0	4	Prepare slides to summarize GSE negotiations for board call
01/10/2013	Marc D. Puntus	1.5	2	Call with Walter and Ocwen to discuss next steps and GSE negotiations
01/10/2013	Marc D. Puntus	2.0	2	Internal call to discuss file delivery process for whole loan sale
01/10/2013	Marc D. Puntus	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/10/2013	Marc D. Puntus	1.0	3	Call with Citi advisors to discuss asset sale closings
01/10/2013	Ryan Kielty	1.5	2	Call with Walter and Ocwen to discuss next steps and GSE negotiations
01/10/2013	Ryan Kielty	2.0	2	Internal call to discuss file delivery process for whole loan sale
01/10/2013	Ryan Kielty	1.0	2	Periodic call to discuss flow of funds and sale proceeds allocation
01/10/2013	Ryan Kielty	1.0	3	Call with Citi advisors to discuss asset sale closings
01/09/2013	Benjamin H. Weingarten	0.5	2	Call with Company regarding SoPAAL
01/09/2013	Benjamin H. Weingarten	1.0	2	Dataroom work
01/09/2013	Benjamin H. Weingarten	0.5	2	Review Company's internal purchase price analysis
01/09/2013	Benjamin H. Weingarten	0.5	2	Reviewed proposed post-close expense allocation
01/09/2013	Benjamin H. Weingarten	1.0	4	Call with management to discuss asset sale closings
01/09/2013	Benjamin H. Weingarten	1.0	4	Periodic call to discuss flow of funds and sale proceeds allocation
01/09/2013	Jonathan R. Mattern	0.5	2	Call with Company regarding SoPAAL
01/09/2013	Jonathan R. Mattern	1.0	2	Dataroom work
01/09/2013	Jonathan R. Mattern	0.5	2	Review Company's internal purchase price analysis
01/09/2013	Jonathan R. Mattern	0.5	2	Reviewed proposed post-close expense allocation
01/09/2013	Jonathan R. Mattern	1.0	4	Call with management to discuss asset sale closings
01/09/2013	Jonathan R. Mattern	1.0	4	Periodic call to discuss flow of funds and sale proceeds allocation
01/09/2013	Karn S. Chopra	1.0	4	Call with management to discuss asset sale closings
01/09/2013	Karn S. Chopra	1.0	4	Periodic call to discuss flow of funds and sale proceeds allocation
01/09/2013	Karn S. Chopra	6.5	7	Meeting with mediator
01/09/2013	Karn S. Chopra	1.5	12	Call with bidders to discuss FHA loan sale process
01/09/2013	Marc D. Puntus	1.0	4	Call with management to discuss asset sale closings
01/09/2013	Marc D. Puntus	1.0	4	Periodic call to discuss flow of funds and sale proceeds allocation

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Date	Name	Hours	Legend #	Description
01/09/2013	Marc D. Puntus	1.5	12	Call with bidders to discuss FHA loan sale process
01/09/2013	Ryan Kielty	1.0	4	Call with management to discuss asset sale closings
01/09/2013	Ryan Kielty	1.0	4	Periodic call to discuss flow of funds and sale proceeds allocation
01/09/2013	Ryan Kielty	1.5	12	Call with bidders to discuss FHA loan sale process
01/08/2013	Benjamin H. Weingarten	2.0	3	Revised analysis on MSR transaction valuations
01/08/2013	Benjamin H. Weingarten	1.5	5	Call to discuss post-close expense allocation
01/08/2013	Benjamin H. Weingarten	0.5	5	Reviewed proposed post-close expense allocation
01/08/2013	Jonathan R. Mattern	2.0	3	Revised analysis on MSR transaction valuations
01/08/2013	Jonathan R. Mattern	1.5	5	Call to discuss post-close expense allocation
01/08/2013	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss case update
01/08/2013	Karn S. Chopra	1.0	4	Call with management to discuss updated DIP forecast
01/08/2013	Karn S. Chopra	0.5	4	Daily call with management to discuss progress and next steps
01/08/2013	Karn S. Chopra	1.5	5	Call to discuss post-close expense allocation
01/08/2013	Karn S. Chopra	1.5	5	Review updated DIP forecast
01/08/2013	Karn S. Chopra	0.5	5	Reviewed proposed post-close expense allocation
01/08/2013	Karn S. Chopra	2.5	7	Prepare materials for initial meeting with mediator
01/08/2013	Karn S. Chopra	2.5	11	Internal meeting to discuss sale closings, GSE negotiations and cash collateral extension
01/08/2013	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss case update
01/08/2013	Marc D. Puntus	1.0	4	Call with management to discuss updated DIP forecast
01/08/2013	Marc D. Puntus	0.5	4	Daily call with management to discuss progress and next steps
01/08/2013	Marc D. Puntus	1.5	5	Call to discuss post-close expense allocation
01/08/2013	Ryan Kielty	1.0	3	Call with UCC advisors to discuss case update
01/08/2013	Ryan Kielty	2.0	3	Revised analysis on MSR transaction valuations
01/08/2013	Ryan Kielty	1.0	4	Call with management to discuss updated DIP forecast
01/08/2013	Ryan Kielty	0.5	4	Daily call with management to discuss progress and next steps
01/08/2013	Ryan Kielty	1.5	5	Call to discuss post-close expense allocation
01/07/2013	Benjamin H. Weingarten	3.0	2	Call with Ocwen and Walter counsel to discuss closing checklist
01/07/2013	Benjamin H. Weingarten	1.5	2	Reviewed and provided comments on co-advisor purchase price analysis
01/07/2013	Benjamin H. Weingarten	2.0	3	Compiled research and drafted analysis on MSR transaction valuations
01/07/2013	Jonathan R. Mattern	3.0	2	Call with Ocwen and Walter counsel to discuss closing checklist
01/07/2013	Jonathan R. Mattern	2.0	3	Compiled research and drafted analysis on MSR transaction valuations

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Date	Name	Hours	Legend #	Description
01/07/2013	Karn S. Chopra	3.0	2	Call with Ocwen and Walter counsel to discuss closing checklist
01/07/2013	Karn S. Chopra	1.5	3	Call with Houlihan to discuss cash collateral extension
01/07/2013	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss cost of delaying the asset sale closings
01/07/2013	Karn S. Chopra	2.0	4	Call with management to discuss GSE negotiating strategy
01/07/2013	Karn S. Chopra	0.5	4	Call with UCC advisors to discuss cash collateral extension
01/07/2013	Karn S. Chopra	1.0	4	Daily call with management to discuss progress and next steps
01/07/2013	Marc D. Puntus	3.0	2	Call with Ocwen and Walter counsel to discuss closing checklist
01/07/2013	Marc D. Puntus	1.5	3	Call with Houlihan to discuss cash collateral extension
01/07/2013	Marc D. Puntus	1.5	3	Call with UCC advisors to discuss cost of delaying the asset sale closings
01/07/2013	Marc D. Puntus	2.0	4	Call with management to discuss GSE negotiating strategy
01/07/2013	Marc D. Puntus	0.5	4	Call with UCC advisors to discuss cash collateral extension
01/07/2013	Marc D. Puntus	1.0	4	Daily call with management to discuss progress and next steps
01/07/2013	Ryan Kielty	3.0	2	Call with Ocwen and Walter counsel to discuss closing checklist
01/07/2013	Ryan Kielty	1.5	3	Call with Houlihan to discuss cash collateral extension
01/07/2013	Ryan Kielty	1.5	3	Call with UCC advisors to discuss cost of delaying the asset sale closings
01/07/2013	Ryan Kielty	2.0	4	Call with management to discuss GSE negotiating strategy
01/07/2013	Ryan Kielty	0.5	4	Call with UCC advisors to discuss cash collateral extension
01/07/2013	Ryan Kielty	1.0	4	Daily call with management to discuss progress and next steps
01/06/2013	Benjamin H. Weingarten	1.0	2	Review revised FNMA cure analyses
01/06/2013	Jonathan R. Mattern	1.0	2	Review revised FNMA cure analyses
01/06/2013	Karn S. Chopra	4.5	2	Prepared analysis to determine cost of delaying the asset sale closings
01/06/2013	Karn S. Chopra	1.0	2	Review revised FNMA cure analyses
01/06/2013	Karn S. Chopra	2.5	3	Call with UCC advisors to discuss GSE negotiating strategy
01/06/2013	Marc D. Puntus	1.0	2	Review revised FNMA cure analyses
01/06/2013	Marc D. Puntus	2.5	3	Call with UCC advisors to discuss GSE negotiating strategy
01/06/2013	Ryan Kielty	1.0	2	Review revised FNMA cure analyses
01/06/2013	Ryan Kielty	2.5	3	Call with UCC advisors to discuss GSE negotiating strategy
01/05/2013	Benjamin H. Weingarten	1.0	2	Review FNMA cure analysis

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Date	Name	Hours	Legend #	Description
01/05/2013	Benjamin H. Weingarten	1.0	2	Review platform sale closing date impact analysis
01/05/2013	Benjamin H. Weingarten	1.0	12	Reviewed FHA NDAs
01/05/2013	Jonathan R. Mattern	1.0	2	Review FNMA cure analysis
01/05/2013	Jonathan R. Mattern	1.0	2	Review platform sale closing date impact analysis
01/05/2013	Karn S. Chopra	2.5	4	Call with Debtors to discuss MI rescission claims
01/05/2013	Marc D. Puntus	2.5	4	Call with Debtors to discuss MI rescission claims
01/05/2013	Ryan Kielty	2.5	4	Call with Debtors to discuss MI rescission claims
01/04/2013	Benjamin H. Weingarten	1.0	4	Participated in weekly board call
01/04/2013	Jonathan R. Mattern	1.0	4	Participated in weekly board call
01/04/2013	Karn S. Chopra	3.5	2	Reviewed updated Fannie and Freddie cure estimates prepared by Debtors
01/04/2013	Karn S. Chopra	2.0	4	Call with Debtors to discuss recent Fannie and Freddie cure estimates
01/04/2013	Karn S. Chopra	1.0	4	Participated in weekly board call
01/04/2013	Karn S. Chopra	0.5	4	Prepare materials for weekly board call
01/04/2013	Marc D. Puntus	3.5	2	Reviewed updated Fannie and Freddie cure estimates prepared by Debtors
01/04/2013	Marc D. Puntus	2.0	4	Call with Debtors to discuss recent Fannie and Freddie cure estimates
01/04/2013	Marc D. Puntus	1.0	4	Participated in weekly board call
01/04/2013	Ryan Kielty	3.5	2	Reviewed updated Fannie and Freddie cure estimates prepared by Debtors
01/04/2013	Ryan Kielty	2.0	4	Call with Debtors to discuss recent Fannie and Freddie cure estimates
01/04/2013	Ryan Kielty	1.0	4	Participated in weekly board call
01/03/2013	Benjamin H. Weingarten	1.0	1	Prepared fee analysis for co-advisor
01/03/2013	Benjamin H. Weingarten	0.5	2	Call with co-advisor regarding purchase price schedule
01/03/2013	Benjamin H. Weingarten	1.0	2	Prepared analysis and respond to co-advisor on Company regarding Berkshire sale questions
01/03/2013	Benjamin H. Weingarten	1.5	2	Prepared analysis regarding MSR purchase price of 2nd lien loans for co-advisor
01/03/2013	Benjamin H. Weingarten	1.0	2	Review FHLMC cure claim emails
01/03/2013	Benjamin H. Weingarten	0.5	2	Review securitization analysis
01/03/2013	Jonathan R. Mattern	0.5	2	Call with co-advisor regarding purchase price schedule
01/03/2013	Jonathan R. Mattern	1.0	2	Prepared analysis and respond to co-advisor on Company regarding Berkshire sale questions
01/03/2013	Karn S. Chopra	3.0	2	Call with Freddie Mac to discuss cure claim estimates
01/03/2013	Karn S. Chopra	1.5	3	Participated in weekly UCC call
01/03/2013	Karn S. Chopra	1.0	3	Prepare materials for weekly UCC call
01/03/2013	Karn S. Chopra	1.5	4	Call with management to discuss timing of sale closings
01/03/2013	Marc D. Puntus	3.0	2	Call with Freddie Mac to discuss cure claim estimates
01/03/2013	Marc D. Puntus	1.5	3	Participated in weekly UCC call

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Date	Name	Hours	Legend #	Description
01/03/2013	Marc D. Puntus	1.5	4	Call with management to discuss timing of sale closings
01/03/2013	Ryan Kielty	3.0	2	Call with Freddie Mac to discuss cure claim estimates
01/03/2013	Ryan Kielty	1.5	3	Participated in weekly UCC call
01/03/2013	Ryan Kielty	1.5	4	Call with management to discuss timing of sale closings
01/02/2013	Benjamin H. Weingarten	1.5	2	Call to discuss timing of sale closings and flow of funds
01/02/2013	Benjamin H. Weingarten	1.0	2	Review purchase price analysis
01/02/2013	Benjamin H. Weingarten	0.5	12	Review draft of Puntus declaration on FHA loan sale
01/02/2013	Jonathan R. Mattern	1.5	1	Prepared monthly fee application and related documents
01/02/2013	Jonathan R. Mattern	1.5	2	Call to discuss timing of sale closings and flow of funds
01/02/2013	Jonathan R. Mattern	1.5	2	Prepared Purchase Price and SoPAAL schedules for Co-Advisors
01/02/2013	Jonathan R. Mattern	1.0	2	Review purchase price analysis
01/02/2013	Jonathan R. Mattern	1.0	4	Assisted Company with various asset schedules
01/02/2013	Karn S. Chopra	1.5	2	Call to discuss timing of sale closings and flow of funds
01/02/2013	Karn S. Chopra	2.5	3	Call with Ally advisors to discuss MMLPSA Amendment and Stipulation
01/02/2013	Karn S. Chopra	1.5	4	Call with managmenet to discuss MMLPSA Amendment and Stipulation
01/02/2013	Karn S. Chopra	0.5	4	Daily call with management to discuss progress and next steps
01/02/2013	Karn S. Chopra	1.5	12	Call with managmenet to discuss FHA loan sale documentation
01/02/2013	Marc D. Puntus	1.5	2	Call to discuss timing of sale closings and flow of funds
01/02/2013	Marc D. Puntus	2.5	3	Call with Ally advisors to discuss MMLPSA Amendment and Stipulation
01/02/2013	Marc D. Puntus	1.5	4	Call with managmenet to discuss MMLPSA Amendment and Stipulation
01/02/2013	Marc D. Puntus	0.5	4	Daily call with management to discuss progress and next steps
01/02/2013	Marc D. Puntus	1.5	12	Call with managmenet to discuss FHA loan sale documentation
01/02/2013	Ryan Kielty	1.5	2	Call to discuss timing of sale closings and flow of funds
01/02/2013	Ryan Kielty	2.5	3	Call with Ally advisors to discuss MMLPSA Amendment and Stipulation
01/02/2013	Ryan Kielty	1.5	4	Call with managmenet to discuss MMLPSA Amendment and Stipulation
01/02/2013	Ryan Kielty	0.5	4	Daily call with management to discuss progress and next steps
01/02/2013	Ryan Kielty	1.5	12	Call with managmenet to discuss FHA loan sale documentation

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Date	Name	Hours	Legend #	Description
01/01/2013	Karn S. Chopra	1.5	3	Call with Ally advisors to discuss origination support and FHA loan sale
01/01/2013	Marc D. Puntus	1.5	3	Call with Ally advisors to discuss origination support and FHA loan sale
01/01/2013	Ryan Kielty	1.5	3	Call with Ally advisors to discuss origination support and FHA loan sale
12/31/2012	Karn S. Chopra	1.5	3	Call with Ally about comments to FHA loan sale documentation
12/31/2012	Karn S. Chopra	1.0	3	Call with UCC about comments to FHA loan sale documentation
12/31/2012	Karn S. Chopra	0.5	4	Daily update call with management
12/31/2012	Marc D. Puntus	1.5	3	Call with Ally about comments to FHA loan sale documentation
12/31/2012	Marc D. Puntus	1.0	3	Call with UCC about comments to FHA loan sale documentation
12/31/2012	Marc D. Puntus	0.5	4	Daily update call with management
12/31/2012	Ryan Kielty	1.5	3	Call with Ally about comments to FHA loan sale documentation
12/31/2012	Ryan Kielty	1.0	3	Call with UCC about comments to FHA loan sale documentation
12/31/2012	Ryan Kielty	0.5	4	Daily update call with management
12/28/2012	Benjamin H. Weingarten	2.0	2	Prepared revised asset stratification for Ocwen
12/28/2012	Benjamin H. Weingarten	2.5	4	Board call
12/28/2012	Jonathan R. Mattern	2.0	2	Prepared revised asset stratification for Ocwen
12/28/2012	Jonathan R. Mattern	2.5	4	Board call
12/28/2012	Karn S. Chopra	2.5	4	Board call
12/28/2012	Karn S. Chopra	1.5	11	Prepared slides for board meeting
12/28/2012	Marc D. Puntus	2.5	4	Board call
12/28/2012	Ryan Kielty	2.5	4	Board call
12/27/2012	Benjamin H. Weingarten	2.5	12	Review comments to FHA loan sale documentation from Ally and UCC
12/27/2012	Jonathan R. Mattern	2.0	1	Timesheet work
12/27/2012	Jonathan R. Mattern	1.5	4	Revised methodology for Berkshire portfolio stratification with the Company
12/27/2012	Jonathan R. Mattern	2.5	12	Review comments to FHA loan sale documentation from Ally and UCC
12/27/2012	Karn S. Chopra	1.5	10	Call with Debtors advisors to discuss AFI negotiations re: origination support
12/27/2012	Karn S. Chopra	2.0	12	Call with Debtors advisors re: FHA loan sale documentation
12/27/2012	Karn S. Chopra	2.5	12	Review comments to FHA loan sale documentation from Ally and UCC
12/27/2012	Marc D. Puntus	1.5	10	Call with Debtors advisors to discuss AFI negotiations re: origination support
12/27/2012	Marc D. Puntus	2.0	12	Call with Debtors advisors re: FHA loan sale documentation
12/27/2012	Marc D. Puntus	2.5	12	Review comments to FHA loan sale documentation from Ally and UCC

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Date	Name	Hours	Legend #	Description
12/27/2012	Ryan Kielty	1.5	10	Call with Debtors advisors to discuss AFI negotiations re: origination support
12/27/2012	Ryan Kielty	2.0	12	Call with Debtors advisors re: FHA loan sale documentation
12/27/2012	Ryan Kielty	2.5	12	Review comments to FHA loan sale documentation from Ally and UCC
12/26/2012	Benjamin H. Weingarten	0.5	2	Review tax-related asset analysis
12/26/2012	Benjamin H. Weingarten	1.0	12	Diligence work for UCC on FHA portfolio
12/26/2012	Benjamin H. Weingarten	2.5	12	Revised and commented on bid procedures and Puntus declaration
12/26/2012	Jonathan R. Mattern	1.0	2	Prepared tax-related diligence analysis for security deals in BH portfolio
12/26/2012	Jonathan R. Mattern	1.0	12	Diligence work for UCC on FHA portfolio
12/26/2012	Jonathan R. Mattern	2.5	12	Revised and commented on bid procedures and Puntus declaration
12/26/2012	Karn S. Chopra	0.5	12	Call with JSB advisors about FHA loan sale bid procedures
12/26/2012	Karn S. Chopra	1.0	12	Call with UCC advisors about FHA loan sale bid procedures
12/26/2012	Karn S. Chopra	1.0	12	Diligence work for UCC on FHA portfolio
12/26/2012	Karn S. Chopra	2.5	12	Revised and commented on bid procedures and Puntus declaration
12/26/2012	Marc D. Puntus	0.5	12	Call with JSB advisors about FHA loan sale bid procedures
12/26/2012	Marc D. Puntus	1.0	12	Call with UCC advisors about FHA loan sale bid procedures
12/26/2012	Marc D. Puntus	2.5	12	Revised and commented on bid procedures and Puntus declaration
12/26/2012	Ryan Kielty	0.5	2	Review tax-related asset analysis
12/26/2012	Ryan Kielty	0.5	12	Call with JSB advisors about FHA loan sale bid procedures
12/26/2012	Ryan Kielty	1.0	12	Call with UCC advisors about FHA loan sale bid procedures
12/26/2012	Ryan Kielty	1.0	12	Diligence work for UCC on FHA portfolio
12/26/2012	Ryan Kielty	2.5	12	Revised and commented on bid procedures and Puntus declaration
12/25/2012	Jonathan R. Mattern	2.0	2	Prepared SoPAAL for Company
12/24/2012	Jonathan R. Mattern	2.0	2	Worked on Purchase Price build
12/24/2012	Karn S. Chopra	2.5	4	Call with management to discuss originations negotiations with AFI
12/24/2012	Karn S. Chopra	3.5	10	Prepared analysis to support Debtors rationale to seek origination support from AFI
12/21/2012	Benjamin H. Weingarten	5.0	2	Data tape work
12/21/2012	Benjamin H. Weingarten	1.5	4	Board call
12/21/2012	Benjamin H. Weingarten	0.5	12	Diligence work for UCC on FHA portfolio
12/21/2012	Jonathan R. Mattern	1.0	1	Timesheet work
12/21/2012	Jonathan R. Mattern	1.0	2	Completed Berkshire portfolio stratification
12/21/2012	Jonathan R. Mattern	5.0	2	Data tape work
12/21/2012	Jonathan R. Mattern	1.5	4	Board call

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Date	Name	Hours	Legend #	Description
12/21/2012	Jonathan R. Mattern	0.5	12	Diligence work for UCC on FHA portfolio
12/21/2012	Karn S. Chopra	2.0	2	Call with Fannie Mae to present formal proposal from Debtors
12/21/2012	Karn S. Chopra	1.5	4	Board call
12/21/2012	Karn S. Chopra	1.0	4	Call with management to discuss Fannie Mae presentation
12/21/2012	Karn S. Chopra	1.5	11	Call with Debtors advisors to discuss case strategy
12/21/2012	Karn S. Chopra	1.0	11	Call with MoFo about response to examiner request
12/21/2012	Karn S. Chopra	0.5	12	Diligence work for UCC on FHA portfolio
12/21/2012	Marc D. Puntus	2.0	2	Call with Fannie Mae to present formal proposal from Debtors
12/21/2012	Marc D. Puntus	1.5	4	Board call
12/21/2012	Marc D. Puntus	1.0	4	Call with management to discuss Fannie Mae presentation
12/21/2012	Marc D. Puntus	1.5	11	Call with Debtors advisors to discuss case strategy
12/21/2012	Marc D. Puntus	1.0	11	Call with MoFo about response to examiner request
12/21/2012	Ryan Kielty	2.0	2	Call with Fannie Mae to present formal proposal from Debtors
12/21/2012	Ryan Kielty	1.5	4	Board call
12/21/2012	Ryan Kielty	1.0	4	Call with management to discuss Fannie Mae presentation
12/21/2012	Ryan Kielty	1.5	11	Call with Debtors advisors to discuss case strategy
12/21/2012	Ryan Kielty	1.0	11	Call with MoFo about response to examiner request
12/21/2012	Ryan Kielty	0.5	12	Diligence work for UCC on FHA portfolio
12/20/2012	Benjamin H. Weingarten	0.5	1	Review draft fee order
12/20/2012	Benjamin H. Weingarten	4.0	1	Timesheet work
12/20/2012	Benjamin H. Weingarten	2.0	2	Cure objection analysis work
12/20/2012	Benjamin H. Weingarten	1.5	2	Review and comment on materials for sale of GNMA MSR to Ocwen
12/20/2012	Benjamin H. Weingarten	1.5	3	Call with lender and co-advisors regarding cure claims
12/20/2012	Jonathan R. Mattern	0.5	1	Review draft fee order
12/20/2012	Jonathan R. Mattern	4.0	1	Timesheet work
12/20/2012	Jonathan R. Mattern	2.0	2	Cure objection analysis work
12/20/2012	Jonathan R. Mattern	3.0	2	Data tape work
12/20/2012	Jonathan R. Mattern	1.5	2	Review and comment on materials for sale of GNMA MSR to Ocwen
12/20/2012	Jonathan R. Mattern	1.5	3	Call with lender and co-advisors regarding cure claims
12/20/2012	Karn S. Chopra	0.5	1	Review draft fee order
12/20/2012	Karn S. Chopra	0.5	2	Call with Ocwen to discuss GNMA MSR purchase price and reps

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
12/20/2012	Karn S. Chopra	1.5	2	Review and comment on materials for sale of GNMA MSR to Ocwen
12/20/2012	Karn S. Chopra	1.5	3	Call with lender and co-advisors regarding cure claims
12/20/2012	Karn S. Chopra	0.5	3	Call with Moelis to provide update on Freddie Mac negotiations
12/20/2012	Karn S. Chopra	0.5	4	Daily update call with management
12/20/2012	Marc D. Puntus	0.5	1	Review draft fee order
12/20/2012	Marc D. Puntus	0.5	2	Call with Ocwen to discuss GNMA MSR purchase price and reps
12/20/2012	Marc D. Puntus	1.5	2	Review and comment on materials for sale of GNMA MSR to Ocwen
12/20/2012	Marc D. Puntus	1.5	3	Call with lender and co-advisors regarding cure claims
12/20/2012	Marc D. Puntus	0.5	3	Call with Moelis to provide update on Freddie Mac negotiations
12/20/2012	Marc D. Puntus	0.5	4	Daily update call with management
12/20/2012	Ryan Kielty	0.5	1	Review draft fee order
12/20/2012	Ryan Kielty	0.5	2	Call with Ocwen to discuss GNMA MSR purchase price and reps
12/20/2012	Ryan Kielty	1.5	2	Review and comment on materials for sale of GNMA MSR to Ocwen
12/20/2012	Ryan Kielty	1.5	3	Call with lender and co-advisors regarding cure claims
12/20/2012	Ryan Kielty	0.5	3	Call with Moelis to provide update on Freddie Mac negotiations
12/20/2012	Ryan Kielty	0.5	4	Daily update call with management
12/19/2012	Benjamin H. Weingarten	3.0	2	Cure objection analysis work
12/19/2012	Jonathan R. Mattern	3.0	2	Cure objection analysis work
12/19/2012	Karn S. Chopra	2.5	2	Call with Freddie Mac to present formal proposal from Debtors
12/19/2012	Karn S. Chopra	1.0	3	Call with Freddie Mac counsel to discuss next steps
12/19/2012	Karn S. Chopra	1.5	3	Weekly call with UCC committee members
12/19/2012	Karn S. Chopra	1.5	4	Call with management to discuss Freddie Mac presentation
12/19/2012	Karn S. Chopra	0.5	4	Call with management to prepare for weekly UCC call
12/19/2012	Marc D. Puntus	2.5	2	Call with Freddie Mac to present formal proposal from Debtors
12/19/2012	Marc D. Puntus	1.0	3	Call with Freddie Mac counsel to discuss next steps
12/19/2012	Marc D. Puntus	1.5	3	Weekly call with UCC committee members
12/19/2012	Marc D. Puntus	1.5	4	Call with management to discuss Freddie Mac presentation
12/19/2012	Marc D. Puntus	0.5	4	Call with management to prepare for weekly UCC call
12/19/2012	Ryan Kielty	2.5	2	Call with Freddie Mac to present formal proposal from Debtors

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Date	Name	Hours	Legend #	Description
12/19/2012	Ryan Kielty	1.0	3	Call with Freddie Mac counsel to discuss next steps
12/19/2012	Ryan Kielty	1.5	3	Weekly call with UCC committee members
12/19/2012	Ryan Kielty	1.5	4	Call with management to discuss Freddie Mac presentation
12/19/2012	Ryan Kielty	0.5	4	Call with management to prepare for weekly UCC call
12/18/2012	Benjamin H. Weingarten	4.0	2	Cure objection analysis work
12/18/2012	Benjamin H. Weingarten	1.5	12	Review and provide comments on FHA loan sale court documents (bid procedures, etc.)
12/18/2012	Jonathan R. Mattern	4.0	2	Cure objection analysis work
12/18/2012	Jonathan R. Mattern	1.5	12	Review and provide comments on FHA loan sale court documents (bid procedures, etc.)
12/18/2012	Karn S. Chopra	3.5	3	Meet with UCC advisors to discuss GSE cure claim analysis and negotiations
12/18/2012	Karn S. Chopra	1.5	12	Review and provide comments on FHA loan sale court documents (bid procedures, etc.)
12/18/2012	Marc D. Puntus	3.5	3	Meet with UCC advisors to discuss GSE cure claim analysis and negotiations
12/18/2012	Marc D. Puntus	1.5	12	Review and provide comments on FHA loan sale court documents (bid procedures, etc.)
12/18/2012	Ryan Kielty	3.5	3	Meet with UCC advisors to discuss GSE cure claim analysis and negotiations
12/18/2012	Ryan Kielty	1.5	12	Review and provide comments on FHA loan sale court documents (bid procedures, etc.)
12/17/2012	Benjamin H. Weingarten	1.0	1	Review reply to mediator and exclusivity objections
12/17/2012	Benjamin H. Weingarten	1.0	1	Review revised reply to mediator and exclusivity objections
12/17/2012	Benjamin H. Weingarten	2.5	12	Call with Debtors to discuss MLPA
12/17/2012	Benjamin H. Weingarten	1.5	12	Review and comment on latest MLPA and offering sheet
12/17/2012	Jonathan R. Mattern	1.0	1	Review reply to mediator and exclusivity objections
12/17/2012	Jonathan R. Mattern	1.0	1	Review revised reply to mediator and exclusivity objections
12/17/2012	Jonathan R. Mattern	2.5	12	Call with Debtors to discuss MLPA
12/17/2012	Jonathan R. Mattern	1.5	12	Review and comment on latest MLPA and offering sheet
12/17/2012	Karn S. Chopra	1.0	1	Review reply to mediator and exclusivity objections
12/17/2012	Karn S. Chopra	1.0	1	Review revised reply to mediator and exclusivity objections
12/17/2012	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss next steps with GSE cure negotiations
12/17/2012	Karn S. Chopra	2.5	3	Update slides for meeting with UCC re: GSE cure claims
12/17/2012	Karn S. Chopra	0.5	4	Daily update call with management
12/17/2012	Karn S. Chopra	2.5	12	Call with Debtors to discuss MLPA

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Date	Name	Hours	Legend #	Description
12/17/2012	Karn S. Chopra	1.5	12	Review and comment on latest MLPA and offering sheet
12/17/2012	Marc D. Puntus	1.0	1	Review reply to mediator and exclusivity objections
12/17/2012	Marc D. Puntus	1.0	1	Review revised reply to mediator and exclusivity objections
12/17/2012	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss next steps with GSE cure negotiations
12/17/2012	Marc D. Puntus	0.5	4	Daily update call with management
12/17/2012	Ryan Kielty	1.0	1	Review reply to mediator and exclusivity objections
12/17/2012	Ryan Kielty	1.0	1	Review revised reply to mediator and exclusivity objections
12/17/2012	Ryan Kielty	1.0	3	Call with UCC advisors to discuss next steps with GSE cure negotiations
12/17/2012	Ryan Kielty	0.5	4	Daily update call with management
12/17/2012	Ryan Kielty	2.5	12	Call with Debtors to discuss MLPA
12/17/2012	Ryan Kielty	1.5	12	Review and comment on latest MLPA and offering sheet
12/16/2012	Benjamin H. Weingarten	1.5	3	Review cure claims presentations
12/16/2012	Benjamin H. Weingarten	1.5	7	Review and comment on latest waterfall analysis
12/16/2012	Jonathan R. Mattern	1.5	3	Review cure claims presentations
12/16/2012	Jonathan R. Mattern	1.5	7	Review and comment on latest waterfall analysis
12/16/2012	Karn S. Chopra	1.5	3	Review cure claims presentations
12/16/2012	Karn S. Chopra	2.0	4	Call with management to discuss revised GSE cure claim analysis
12/16/2012	Karn S. Chopra	1.5	7	Review and comment on latest waterfall analysis
12/16/2012	Marc D. Puntus	1.5	3	Review cure claims presentations
12/16/2012	Marc D. Puntus	2.0	4	Call with management to discuss revised GSE cure claim analysis
12/16/2012	Marc D. Puntus	1.5	7	Review and comment on latest waterfall analysis
12/16/2012	Ryan Kielty	1.5	3	Review cure claims presentations
12/16/2012	Ryan Kielty	2.0	4	Call with management to discuss revised GSE cure claim analysis
12/16/2012	Ryan Kielty	1.5	7	Review and comment on latest waterfall analysis
12/14/2012	Benjamin H. Weingarten	2.0	1	Prepare fee application supplementary expense detail
12/14/2012	Benjamin H. Weingarten	3.5	4	Board call
12/14/2012	Benjamin H. Weingarten	0.5	12	Review Debtor emails regarding sale of additional assets
12/14/2012	Jonathan R. Mattern	3.5	4	Board call
12/14/2012	Karn S. Chopra	1.0	1	Review fee application supplementary expense detail
12/14/2012	Karn S. Chopra	3.5	2	Prepared analysis to support Debtors negotiations with Ocwen over sale of GNMA MSR
12/14/2012	Karn S. Chopra	1.0	3	Call with Citi to discuss sale closing update
12/14/2012	Karn S. Chopra	3.5	4	Board call
12/14/2012	Karn S. Chopra	1.5	4	Call with management to discuss sale of GNMA MSR to Ocwen

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Date	Name	Hours	Legend #	Description
12/14/2012	Marc D. Puntus	1.0	1	Review fee application supplementary expense detail
12/14/2012	Marc D. Puntus	1.0	3	Call with Citi to discuss sale closing update
12/14/2012	Marc D. Puntus	3.5	4	Board call
12/14/2012	Marc D. Puntus	1.5	4	Call with management to discuss sale of GNMA MSR to Ocwen
12/14/2012	Ryan Kielty	2.0	1	Prepare fee application supplementary expense detail
12/14/2012	Ryan Kielty	1.0	3	Call with Citi to discuss sale closing update
12/14/2012	Ryan Kielty	3.5	4	Board call
12/14/2012	Ryan Kielty	1.5	4	Call with management to discuss sale of GNMA MSR to Ocwen
12/14/2012	Ryan Kielty	0.5	12	Review Debtor emails regarding sale of additional assets
12/13/2012	Benjamin H. Weingarten	1.0	2	Cure objection analysis work
12/13/2012	Benjamin H. Weingarten	1.0	3	Review JSB objection to mediator / exclusivity motions
12/13/2012	Benjamin H. Weingarten	1.0	4	Review board materials
12/13/2012	Benjamin H. Weingarten	2.0	12	Review draft of FHA loan sale documents
12/13/2012	Jonathan R. Mattern	1.0	3	Review JSB objection to mediator / exclusivity motions
12/13/2012	Jonathan R. Mattern	1.0	4	Review board materials
12/13/2012	Jonathan R. Mattern	2.0	12	Review draft of FHA loan sale documents
12/13/2012	Karn S. Chopra	2.0	2	Call with Fannie Mae to walk through Debtors cure claim analysis
12/13/2012	Karn S. Chopra	2.5	2	Call with Freddie Mac to walk through Debtors cure claim analysis
12/13/2012	Karn S. Chopra	2.5	2	Call with Ocwen/Walter about closing mechanics and next steps
12/13/2012	Karn S. Chopra	1.0	3	Review JSB objection to mediator / exclusivity motions
12/13/2012	Karn S. Chopra	1.5	4	Call with management to discuss updated numbers for GSE cure claims
12/13/2012	Karn S. Chopra	0.5	4	Daily update call with management
12/13/2012	Karn S. Chopra	1.0	4	Review board materials
12/13/2012	Karn S. Chopra	0.5	11	Update slides for board meeting
12/13/2012	Karn S. Chopra	2.0	12	Review draft of FHA loan sale documents
12/13/2012	Marc D. Puntus	2.0	2	Call with Fannie Mae to walk through Debtors cure claim analysis
12/13/2012	Marc D. Puntus	2.5	2	Call with Freddie Mac to walk through Debtors cure claim analysis
12/13/2012	Marc D. Puntus	2.5	2	Call with Ocwen/Walter about closing mechanics and next steps
12/13/2012	Marc D. Puntus	1.0	3	Review JSB objection to mediator / exclusivity motions
12/13/2012	Marc D. Puntus	1.5	4	Call with management to discuss updated numbers for GSE cure claims
12/13/2012	Marc D. Puntus	0.5	4	Daily update call with management
12/13/2012	Marc D. Puntus	1.0	4	Review board materials

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Date	Name	Hours	Legend #	Description
12/13/2012	Marc D. Puntus	2.0	12	Review draft of FHA loan sale documents
12/13/2012	Ryan Kielty	2.0	2	Call with Fannie Mae to walk through Debtors cure claim analysis
12/13/2012	Ryan Kielty	2.5	2	Call with Freddie Mac to walk through Debtors cure claim analysis
12/13/2012	Ryan Kielty	2.5	2	Call with Ocwen/Walter about closing mechanics and next steps
12/13/2012	Ryan Kielty	1.0	3	Review JSB objection to mediator / exclusivity motions
12/13/2012	Ryan Kielty	1.5	4	Call with management to discuss updated numbers for GSE cure claims
12/13/2012	Ryan Kielty	0.5	4	Daily update call with management
12/13/2012	Ryan Kielty	1.0	4	Review board materials
12/13/2012	Ryan Kielty	2.0	12	Review draft of FHA loan sale documents
12/12/2012	Benjamin H. Weingarten	1.0	3	Assisted co-advisor with purchase price analysis
12/12/2012	Benjamin H. Weingarten	1.0	3	Facilitated UCC diligence
12/12/2012	Benjamin H. Weingarten	1.5	4	Call with co-advisors on board materials
12/12/2012	Benjamin H. Weingarten	1.5	4	Review board materials
12/12/2012	Benjamin H. Weingarten	2.0	7	Call with Debtors advisors to review slides for board meeting
12/12/2012	Benjamin H. Weingarten	1.0	11	Review Debtors response to examiner
12/12/2012	Jonathan R. Mattern	1.0	3	Assisted co-advisor with purchase price analysis
12/12/2012	Jonathan R. Mattern	1.5	4	Call with co-advisors on board materials
12/12/2012	Jonathan R. Mattern	1.5	4	Review board materials
12/12/2012	Jonathan R. Mattern	2.0	7	Call with Debtors advisors to review slides for board meeting
12/12/2012	Jonathan R. Mattern	1.0	11	Review Debtors response to examiner
12/12/2012	Karn S. Chopra	1.5	4	Call with co-advisors on board materials
12/12/2012	Karn S. Chopra	1.5	4	Review board materials
12/12/2012	Karn S. Chopra	2.0	7	Call with Debtors advisors to review slides for board meeting
12/12/2012	Karn S. Chopra	1.5	11	Call with MoFo about response to examiner request
12/12/2012	Karn S. Chopra	1.0	11	Review Debtors response to examiner
12/12/2012	Karn S. Chopra	1.5	11	Update slides for board meeting
12/12/2012	Marc D. Puntus	1.5	4	Call with co-advisors on board materials
12/12/2012	Marc D. Puntus	1.5	4	Review board materials
12/12/2012	Marc D. Puntus	2.0	7	Call with Debtors advisors to review slides for board meeting
12/12/2012	Marc D. Puntus	1.5	11	Call with MoFo about response to examiner request
12/12/2012	Marc D. Puntus	1.0	11	Review Debtors response to examiner
12/12/2012	Ryan Kielty	1.0	3	Assisted co-advisor with purchase price analysis
12/12/2012	Ryan Kielty	1.0	3	Facilitated UCC diligence
12/12/2012	Ryan Kielty	1.5	4	Call with co-advisors on board materials
12/12/2012	Ryan Kielty	1.5	4	Review board materials
12/12/2012	Ryan Kielty	2.0	7	Call with Debtors advisors to review slides for board meeting

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Date	Name	Hours	Legend #	Description
12/12/2012	Ryan Kielty	1.5	11	Call with MoFo about response to examiner request
12/12/2012	Ryan Kielty	1.0	11	Review Debtors response to examiner
12/11/2012	Benjamin H. Weingarten	1.0	2	Purchase price analysis
12/11/2012	Jonathan R. Mattern	1.0	2	Purchase price analysis
12/11/2012	Karn S. Chopra	2.5	3	Call with Ally advisors about FHA loan sale process
12/11/2012	Karn S. Chopra	0.5	3	Call with JSB advisors about FHA loan sale process
12/11/2012	Karn S. Chopra	1.0	4	Daily update call with management
12/11/2012	Karn S. Chopra	1.5	12	Call with management to discuss FHA loan sale documentation
12/11/2012	Marc D. Puntus	2.5	3	Call with Ally advisors about FHA loan sale process
12/11/2012	Marc D. Puntus	0.5	3	Call with JSB advisors about FHA loan sale process
12/11/2012	Marc D. Puntus	1.0	4	Daily update call with management
12/11/2012	Marc D. Puntus	1.5	12	Call with management to discuss FHA loan sale documentation
12/11/2012	Ryan Kielty	1.0	2	Purchase price analysis
12/11/2012	Ryan Kielty	2.5	3	Call with Ally advisors about FHA loan sale process
12/11/2012	Ryan Kielty	0.5	3	Call with JSB advisors about FHA loan sale process
12/11/2012	Ryan Kielty	1.0	4	Daily update call with management
12/11/2012	Ryan Kielty	1.5	12	Call with management to discuss FHA loan sale documentation
12/10/2012	Benjamin H. Weingarten	0.5	1	Review US Trustee fee application objection
12/10/2012	Benjamin H. Weingarten	2.0	3	Review and help co-advisor finalize asset schedule
12/10/2012	Jonathan R. Mattern	0.5	1	Dataroom work
12/10/2012	Jonathan R. Mattern	0.5	1	Review US Trustee fee application objection
12/10/2012	Jonathan R. Mattern	2.0	3	Review and help co-advisor finalize asset schedule
12/10/2012	Karn S. Chopra	0.5	1	Review US Trustee fee application objection
12/10/2012	Karn S. Chopra	3.5	2	Call with management to discuss GSE cure analyses
12/10/2012	Karn S. Chopra	1.5	2	Prepared analysis to support Debtors proposal on GSE cure claims
12/10/2012	Karn S. Chopra	2.0	3	Review and help co-advisor finalize asset schedule
12/10/2012	Marc D. Puntus	0.5	1	Review US Trustee fee application objection
12/10/2012	Marc D. Puntus	3.5	2	Call with management to discuss GSE cure analyses
12/10/2012	Ryan Kielty	0.5	1	Review US Trustee fee application objection
12/10/2012	Ryan Kielty	3.5	2	Call with management to discuss GSE cure analyses
12/10/2012	Ryan Kielty	2.0	3	Review and help co-advisor finalize asset schedule

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Date	Name	Hours	Legend #	Description
12/08/2012	Benjamin H. Weingarten	2.0	1	Review exclusivity extension and mediator motions
12/08/2012	Jonathan R. Mattern	2.0	1	Review exclusivity extension and mediator motions
12/08/2012	Karn S. Chopra	2.0	1	Review exclusivity extension and mediator motions
12/08/2012	Marc D. Puntus	2.0	1	Review exclusivity extension and mediator motions
12/08/2012	Ryan Kielty	2.0	1	Review exclusivity extension and mediator motions
12/07/2012	Benjamin H. Weingarten	2.5	4	Board call
12/07/2012	Benjamin H. Weingarten	1.5	5	Review revised DIP projections
12/07/2012	Benjamin H. Weingarten	1.0	7	Review revised waterfall projections
12/07/2012	Benjamin H. Weingarten	2.5	12	Review draft MLPA and offering sheet
12/07/2012	Jonathan R. Mattern	2.5	4	Board call
12/07/2012	Jonathan R. Mattern	1.5	5	Review revised DIP projections
12/07/2012	Jonathan R. Mattern	1.0	7	Review revised waterfall projections
12/07/2012	Jonathan R. Mattern	2.5	12	Review draft MLPA and offering sheet
12/07/2012	Karn S. Chopra	2.5	4	Board call
12/07/2012	Karn S. Chopra	1.0	4	Daily update call with management
12/07/2012	Karn S. Chopra	1.5	5	Review revised DIP projections
12/07/2012	Karn S. Chopra	1.0	7	Review revised waterfall projections
12/07/2012	Karn S. Chopra	2.5	12	Review draft MLPA and offering sheet
12/07/2012	Marc D. Puntus	2.5	4	Board call
12/07/2012	Marc D. Puntus	1.0	4	Daily update call with management
12/07/2012	Marc D. Puntus	1.5	5	Review revised DIP projections
12/07/2012	Marc D. Puntus	1.0	7	Review revised waterfall projections
12/07/2012	Marc D. Puntus	2.5	12	Review draft MLPA and offering sheet
12/07/2012	Ryan Kielty	2.5	4	Board call
12/07/2012	Ryan Kielty	1.0	4	Daily update call with management
12/07/2012	Ryan Kielty	1.5	5	Review revised DIP projections
12/07/2012	Ryan Kielty	1.0	7	Review revised waterfall projections
12/07/2012	Ryan Kielty	2.5	12	Review draft MLPA and offering sheet
12/06/2012	Benjamin H. Weingarten	0.5	11	Reviewed slides for board meeting
12/06/2012	Jonathan R. Mattern	0.5	11	Reviewed slides for board meeting
12/06/2012	Karn S. Chopra	1.5	2	Integration team meeting
12/06/2012	Karn S. Chopra	2.0	11	Call with Debtors advisors to discuss case dynamics
12/06/2012	Karn S. Chopra	1.5	11	Drafted slides for board meeting
12/06/2012	Karn S. Chopra	0.5	11	Reviewed slides for board meeting
12/06/2012	Marc D. Puntus	2.0	11	Call with Debtors advisors to discuss case dynamics
12/06/2012	Marc D. Puntus	0.5	11	Reviewed slides for board meeting
12/06/2012	Ryan Kielty	2.0	11	Call with Debtors advisors to discuss case dynamics
12/06/2012	Ryan Kielty	0.5	11	Reviewed slides for board meeting

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Date	Name	Hours	Legend #	Description
12/05/2012	Karn S. Chopra	1.5	3	Prepare materials for weekly UCC committee meeting
12/05/2012	Karn S. Chopra	1.0	3	Weekly call with UCC committee members
12/05/2012	Karn S. Chopra	0.5	4	Daily update call with management
12/05/2012	Karn S. Chopra	2.5	12	Call with Debtors advisors to discuss FHA loan sale process
12/05/2012	Karn S. Chopra	1.5	12	Drafted offering sheet for FHA loan sale process
12/05/2012	Marc D. Puntus	1.0	3	Weekly call with UCC committee members
12/05/2012	Marc D. Puntus	0.5	4	Daily update call with management
12/05/2012	Marc D. Puntus	2.5	12	Call with Debtors advisors to discuss FHA loan sale process
12/05/2012	Ryan Kielty	1.0	3	Weekly call with UCC committee members
12/05/2012	Ryan Kielty	0.5	4	Daily update call with management
12/05/2012	Ryan Kielty	2.5	12	Call with Debtors advisors to discuss FHA loan sale process
12/04/2012	Benjamin H. Weingarten	1.0	2	Call on PSA amendment process with the Company, co-advisors and Ocwen
12/04/2012	Benjamin H. Weingarten	1.0	2	Purchase price analysis
12/04/2012	Jonathan R. Mattern	1.0	2	Call on PSA amendment process with the Company, co-advisors and Ocwen
12/04/2012	Jonathan R. Mattern	1.0	2	Purchase price analysis
12/04/2012	Karn S. Chopra	1.0	2	Call on PSA amendment process with the Company, co-advisors and Ocwen
12/04/2012	Karn S. Chopra	3.0	3	Meeting with JSB advisors about POR dynamics and next steps
12/04/2012	Karn S. Chopra	1.0	11	Meeting with Debtors advisors to prepare for JSB meeting about POR
12/04/2012	Karn S. Chopra	2.5	11	Prepared for meeting with JSBs about POR
12/04/2012	Marc D. Puntus	3.0	3	Meeting with JSB advisors about POR dynamics and next steps
12/04/2012	Marc D. Puntus	1.0	11	Meeting with Debtors advisors to prepare for JSB meeting about POR
12/04/2012	Marc D. Puntus	2.5	11	Prepared for meeting with JSBs about POR
12/04/2012	Ryan Kielty	1.0	2	Call on PSA amendment process with the Company, co-advisors and Ocwen
12/03/2012	Jonathan R. Mattern	1.0	1	Dataroom work
12/03/2012	Karn S. Chopra	1.5	1	Prepared November time report
12/03/2012	Karn S. Chopra	2.5	2	Integration team meeting
12/03/2012	Karn S. Chopra	1.5	3	Call with Ally advisors to discuss case dynamics and next steps
12/03/2012	Karn S. Chopra	0.5	4	Daily update call with management
12/03/2012	Marc D. Puntus	2.5	2	Integration team meeting
12/03/2012	Marc D. Puntus	1.5	3	Call with Ally advisors to discuss case dynamics and next steps
12/03/2012	Marc D. Puntus	0.5	4	Daily update call with management
12/03/2012	Ryan Kielty	1.5	3	Call with Ally advisors to discuss case dynamics and next steps
12/03/2012	Ryan Kielty	0.5	4	Daily update call with management

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Date	Name	Hours	Legend #	Description
11/30/2012	Benjamin H. Weingarten	1.0	2	Assisted co-advisor with purchase price schedule questions
11/30/2012	Benjamin H. Weingarten	1.5	4	Board call
11/30/2012	Benjamin H. Weingarten	0.5	11	Call with co-advisors on Estate cost allocation
11/30/2012	Jonathan R. Mattern	1.0	2	Assisted co-advisor with purchase price schedule questions
11/30/2012	Jonathan R. Mattern	1.5	4	Board call
11/30/2012	Karn S. Chopra	1.5	2	Call with Debtors advisors to discuss motions and documentation needed for FHA loan sale
11/30/2012	Karn S. Chopra	2.0	2	Call with integration steering committee
11/30/2012	Karn S. Chopra	1.5	4	Board call
11/30/2012	Karn S. Chopra	1.0	5	Call to discuss ResCap cash flow projections
11/30/2012	Karn S. Chopra	0.5	11	Call with co-advisors on Estate cost allocation
11/30/2012	Marc D. Puntus	1.5	2	Call with Debtors advisors to discuss motions and documentation needed for FHA loan sale
11/30/2012	Marc D. Puntus	2.0	2	Call with integration steering committee
11/30/2012	Marc D. Puntus	1.5	4	Board call
11/30/2012	Marc D. Puntus	1.0	5	Call to discuss ResCap cash flow projections
11/30/2012	Marc D. Puntus	0.5	11	Call with co-advisors on Estate cost allocation
11/30/2012	Ryan Kielty	1.0	2	Assisted co-advisor with purchase price schedule questions
11/30/2012	Ryan Kielty	1.5	2	Call with Debtors advisors to discuss motions and documentation needed for FHA loan sale
11/30/2012	Ryan Kielty	2.0	2	Call with integration steering committee
11/30/2012	Ryan Kielty	1.5	4	Board call
11/30/2012	Ryan Kielty	1.0	5	Call to discuss ResCap cash flow projections
11/30/2012	Ryan Kielty	0.5	11	Call with co-advisors on Estate cost allocation
11/29/2012	Benjamin H. Weingarten	1.5	2	Platform purchase price analysis work
11/29/2012	Benjamin H. Weingarten	3.5	11	GSE cure claim discussion with the Company, co-advisors and the UCC
11/29/2012	Jonathan R. Mattern	1.5	2	Platform purchase price analysis work
11/29/2012	Jonathan R. Mattern	3.5	11	GSE cure claim discussion with the Company, co-advisors and the UCC
11/29/2012	Karn S. Chopra	1.5	2	Call to discuss timing of FHA/VA loan sale
11/29/2012	Karn S. Chopra	0.5	4	Call with management to prepare for UCC meeting
11/29/2012	Karn S. Chopra	0.5	4	Daily update call with management
11/29/2012	Karn S. Chopra	3.5	7	Meeting with JSB advisors to discuss plan process
11/29/2012	Karn S. Chopra	3.5	11	GSE cure claim discussion with the Company, co-advisors and the UCC
11/29/2012	Marc D. Puntus	1.5	2	Call to discuss timing of FHA/VA loan sale
11/29/2012	Marc D. Puntus	0.5	4	Call with management to prepare for UCC meeting
11/29/2012	Marc D. Puntus	0.5	4	Daily update call with management
11/29/2012	Marc D. Puntus	3.5	7	Meeting with JSB advisors to discuss plan process

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Residential Capital, LLC
 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
11/29/2012	Marc D. Puntus	3.5	11	GSE cure claim discussion with the Company, co-advisors and the UCC
11/29/2012	Ryan Kielty	1.5	2	Call to discuss timing of FHA/VA loan sale
11/29/2012	Ryan Kielty	1.5	2	Platform purchase price analysis work
11/29/2012	Ryan Kielty	0.5	4	Call with management to prepare for UCC meeting
11/29/2012	Ryan Kielty	0.5	4	Daily update call with management
11/29/2012	Ryan Kielty	3.5	7	Meeting with JSB advisors to discuss plan process
11/29/2012	Ryan Kielty	3.5	11	GSE cure claim discussion with the Company, co-advisors and the UCC
11/28/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
11/28/2012	Benjamin H. Weingarten	4.0	2	Review and comment on GSE cure anlaysis being sent to UCC
11/28/2012	Benjamin H. Weingarten	4.0	2	Work on Platform purchase price analysis
11/28/2012	Benjamin H. Weingarten	3.0	2	Work on Whole Loan portfolio stratification
11/28/2012	Benjamin H. Weingarten	2.5	4	Participated in ResCap board meeting
11/28/2012	Benjamin H. Weingarten	1.5	11	Internal meeting to prepare for ResCap board meeting
11/28/2012	Benjamin H. Weingarten	1.0	11	Purchase price analysis work regarding potential terminations
11/28/2012	Benjamin H. Weingarten	2.0	11	Review Fraud Claims Classification motion
11/28/2012	Benjamin H. Weingarten	1.0	11	Work on objection analysis
11/28/2012	Jonathan R. Mattern	1.0	2	Dataroom work
11/28/2012	Jonathan R. Mattern	1.0	2	Prepared and posted Whole Loan portfolio APA schedules
11/28/2012	Jonathan R. Mattern	4.0	2	Review and comment on GSE cure anlaysis being sent to UCC
11/28/2012	Jonathan R. Mattern	4.0	2	Work on Platform purchase price analysis
11/28/2012	Jonathan R. Mattern	3.0	2	Work on Whole Loan portfolio stratification
11/28/2012	Jonathan R. Mattern	2.5	4	Participated in ResCap board meeting
11/28/2012	Jonathan R. Mattern	1.5	11	Internal meeting to prepare for ResCap board meeting
11/28/2012	Jonathan R. Mattern	2.0	11	Review Fraud Claims Classification motion
11/28/2012	Karn S. Chopra	4.0	2	Review and comment on GSE cure anlaysis being sent to UCC
11/28/2012	Karn S. Chopra	1.5	4	Call with management to discuss next steps in process post sale hearing
11/28/2012	Karn S. Chopra	2.5	4	Participated in ResCap board meeting
11/28/2012	Karn S. Chopra	1.5	11	Internal meeting to prepare for ResCap board meeting
11/28/2012	Karn S. Chopra	2.0	11	Review Fraud Claims Classification motion
11/28/2012	Marc D. Puntus	4.0	2	Review and comment on GSE cure anlaysis being sent to UCC
11/28/2012	Marc D. Puntus	1.5	4	Call with management to discuss next steps in process post sale hearing
11/28/2012	Marc D. Puntus	2.5	4	Participated in ResCap board meeting
11/28/2012	Marc D. Puntus	1.5	11	Internal meeting to prepare for ResCap board meeting

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 Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
11/28/2012	Marc D. Puntus	2.0	11	Review Fraud Claims Classification motion
11/28/2012	Ryan Kielty	4.0	2	Review and comment on GSE cure analysis being sent to UCC
11/28/2012	Ryan Kielty	4.0	2	Work on Platform purchase price analysis
11/28/2012	Ryan Kielty	3.0	2	Work on Whole Loan portfolio stratification
11/28/2012	Ryan Kielty	1.5	4	Call with management to discuss next steps in process post sale hearing
11/28/2012	Ryan Kielty	2.5	4	Participated in ResCap board meeting
11/28/2012	Ryan Kielty	1.5	11	Internal meeting to prepare for ResCap board meeting
11/28/2012	Ryan Kielty	1.0	11	Purchase price analysis work regarding potential terminations
11/28/2012	Ryan Kielty	2.0	11	Review Fraud Claims Classification motion
11/27/2012	Benjamin H. Weingarten	0.5	1	Dataroom work
11/27/2012	Benjamin H. Weingarten	1.5	2	Data tape work
11/27/2012	Benjamin H. Weingarten	1.5	2	Whole Loan diligence facilitation
11/27/2012	Benjamin H. Weingarten	1.0	2	Work on asset reconciliation
11/27/2012	Benjamin H. Weingarten	5.0	2	Work on purchase price analysis
11/27/2012	Benjamin H. Weingarten	2.5	7	Reviewed and commented on updated waterfall analysis
11/27/2012	Benjamin H. Weingarten	0.5	11	Call with co-advisor regarding dataroom
11/27/2012	Benjamin H. Weingarten	1.0	11	Cure claim analysis work and calls
11/27/2012	Jonathan R. Mattern	0.5	1	Dataroom work
11/27/2012	Jonathan R. Mattern	1.5	2	Data tape work
11/27/2012	Jonathan R. Mattern	1.5	2	Whole Loan diligence facilitation
11/27/2012	Jonathan R. Mattern	1.0	2	Work on asset reconciliation
11/27/2012	Jonathan R. Mattern	5.0	2	Work on purchase price analysis
11/27/2012	Jonathan R. Mattern	2.5	7	Reviewed and commented on updated waterfall analysis
11/27/2012	Jonathan R. Mattern	0.5	11	Call with co-advisor regarding dataroom
11/27/2012	Karn S. Chopra	1.5	4	Daily update call with management
11/27/2012	Karn S. Chopra	2.0	7	Call to discuss various alternatives to base case of waterfall analysis
11/27/2012	Karn S. Chopra	2.5	7	Reviewed and commented on updated waterfall analysis
11/27/2012	Marc D. Puntus	1.5	4	Daily update call with management
11/27/2012	Marc D. Puntus	2.0	7	Call to discuss various alternatives to base case of waterfall analysis
11/27/2012	Marc D. Puntus	2.5	7	Reviewed and commented on updated waterfall analysis
11/27/2012	Ryan Kielty	1.5	2	Whole Loan diligence facilitation
11/27/2012	Ryan Kielty	1.5	4	Daily update call with management
11/27/2012	Ryan Kielty	2.0	7	Call to discuss various alternatives to base case of waterfall analysis
11/27/2012	Ryan Kielty	2.5	7	Reviewed and commented on updated waterfall analysis
11/27/2012	Ryan Kielty	0.5	11	Call with co-advisor regarding dataroom
11/27/2012	Ryan Kielty	1.0	11	Cure claim analysis work and calls

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
11/26/2012	Benjamin H. Weingarten	2.5	2	Call with Debtors advisors to discuss GSE cure claim negotiations
11/26/2012	Benjamin H. Weingarten	1.5	2	Cure claim analysis work
11/26/2012	Benjamin H. Weingarten	4.0	2	Data tape review
11/26/2012	Benjamin H. Weingarten	1.0	2	Review cure analyses for monolines
11/26/2012	Benjamin H. Weingarten	2.0	2	Review of purchase price analysis
11/26/2012	Benjamin H. Weingarten	1.5	5	Review updated cash flow projections
11/26/2012	Jonathan R. Mattern	4.0	1	Timesheet work
11/26/2012	Jonathan R. Mattern	4.0	2	Assembled Platform and Whole Loan Purchase Price build
11/26/2012	Jonathan R. Mattern	2.5	2	Call with Debtors advisors to discuss GSE cure claim negotiations
11/26/2012	Jonathan R. Mattern	4.0	2	Data tape review
11/26/2012	Jonathan R. Mattern	4.0	2	Prepared Platform and Whole Loan tapes for the Company
11/26/2012	Jonathan R. Mattern	1.0	2	Review cure analyses for monolines
11/26/2012	Jonathan R. Mattern	2.0	2	Review of purchase price analysis
11/26/2012	Jonathan R. Mattern	1.5	5	Review updated cash flow projections
11/26/2012	Karn S. Chopra	2.5	2	Call with Debtors advisors to discuss GSE cure claim negotiations
11/26/2012	Karn S. Chopra	1.0	2	Review cure analyses for monolines
11/26/2012	Karn S. Chopra	1.5	5	Review updated cash flow projections
11/26/2012	Marc D. Puntus	2.5	2	Call with Debtors advisors to discuss GSE cure claim negotiations
11/26/2012	Marc D. Puntus	1.0	2	Review cure analyses for monolines
11/26/2012	Marc D. Puntus	1.5	5	Review updated cash flow projections
11/26/2012	Ryan Kielty	4.0	2	Assembled Platform and Whole Loan Purchase Price build
11/26/2012	Ryan Kielty	2.5	2	Call with Debtors advisors to discuss GSE cure claim negotiations
11/26/2012	Ryan Kielty	1.5	2	Cure claim analysis work
11/26/2012	Ryan Kielty	1.0	2	Review cure analyses for monolines
11/26/2012	Ryan Kielty	1.5	5	Review updated cash flow projections
11/25/2012	Benjamin H. Weingarten	0.5	3	Assisted Ally advisor with Whole Loan diligence
11/25/2012	Ryan Kielty	0.5	3	Assisted Ally advisor with Whole Loan diligence
11/21/2012	Karn S. Chopra	0.5	2	Call with integration steering committee
11/21/2012	Karn S. Chopra	3.5	2	Reviewed and commented on preliminary work product of integration steering committee
11/21/2012	Marc D. Puntus	0.5	2	Call with integration steering committee
11/21/2012	Marc D. Puntus	3.5	2	Reviewed and commented on preliminary work product of integration steering committee
11/21/2012	Ryan Kielty	0.5	2	Call with integration steering committee
11/20/2012	Benjamin H. Weingarten	0.5	3	Assisted Ally advisor with Whole Loan diligence
11/20/2012	Karn S. Chopra	2.0	2	Attended continuation of sale hearing
11/20/2012	Karn S. Chopra	1.0	2	Call with Ocwen/Walter to discuss sale closing
11/20/2012	Karn S. Chopra	0.5	4	Daily update call with management
11/20/2012	Marc D. Puntus	2.0	2	Attended continuation of sale hearing

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Date	Name	Hours	Legend #	Description
11/20/2012	Marc D. Puntus	1.0	2	Call with Ocwen/Walter to discuss sale closing
11/20/2012	Marc D. Puntus	0.5	4	Daily update call with management
11/20/2012	Ryan Kielty	2.0	2	Attended continuation of sale hearing
11/20/2012	Ryan Kielty	1.0	2	Call with Ocwen/Walter to discuss sale closing
11/20/2012	Ryan Kielty	0.5	3	Assisted Ally advisor with Whole Loan diligence
11/20/2012	Ryan Kielty	0.5	4	Daily update call with management
11/19/2012	Benjamin H. Weingarten	7.0	2	Attended Sale Hearing
11/19/2012	Benjamin H. Weingarten	0.5	8	Travel from Bankruptcy Court to office
11/19/2012	Benjamin H. Weingarten	0.5	8	Travel from home to Bankruptcy Court
11/19/2012	Jonathan R. Mattern	7.0	2	Attended Sale Hearing
11/19/2012	Jonathan R. Mattern	0.5	8	Travel from Bankruptcy Court to office
11/19/2012	Jonathan R. Mattern	0.5	8	Travel from home to Bankruptcy Court
11/19/2012	Karn S. Chopra	7.0	2	Attended Sale Hearing
11/19/2012	Karn S. Chopra	3.0	2	Meeting with Debtors advisors to address remaining sale hearing open issues
11/19/2012	Karn S. Chopra	0.5	8	Travel from Bankruptcy Court to office
11/19/2012	Karn S. Chopra	0.5	8	Travel from home to Bankruptcy Court
11/19/2012	Marc D. Puntus	7.0	2	Attended Sale Hearing
11/19/2012	Marc D. Puntus	3.0	2	Meeting with Debtors advisors to address remaining sale hearing open issues
11/19/2012	Marc D. Puntus	0.5	8	Travel from Bankruptcy Court to office
11/19/2012	Marc D. Puntus	0.5	8	Travel from home to Bankruptcy Court
11/19/2012	Ryan Kielty	7.0	2	Attended Sale Hearing
11/19/2012	Ryan Kielty	3.0	2	Meeting with Debtors advisors to address remaining sale hearing open issues
11/19/2012	Ryan Kielty	0.5	8	Travel from Bankruptcy Court to office
11/19/2012	Ryan Kielty	0.5	8	Travel from home to Bankruptcy Court
11/18/2012	Benjamin H. Weingarten	0.5	3	Assisted Ally co-advisor with Whole Loan diligence
11/18/2012	Karn S. Chopra	2.5	2	Call to discuss status update on sale hearing objections
11/18/2012	Karn S. Chopra	2.0	2	Call with Ocwen/Walter and Berkshire to discuss certain sale hearing objections
11/18/2012	Karn S. Chopra	1.5	4	Call with management to discuss GSE cure claims
11/18/2012	Marc D. Puntus	2.5	2	Call to discuss status update on sale hearing objections
11/18/2012	Marc D. Puntus	2.0	2	Call with Ocwen/Walter and Berkshire to discuss certain sale hearing objections
11/18/2012	Marc D. Puntus	1.5	4	Call with management to discuss GSE cure claims
11/18/2012	Ryan Kielty	2.5	2	Call to discuss status update on sale hearing objections
11/18/2012	Ryan Kielty	2.0	2	Call with Ocwen/Walter and Berkshire to discuss certain sale hearing objections
11/18/2012	Ryan Kielty	0.5	3	Assisted Ally co-advisor with Whole Loan diligence

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Date	Name	Hours	Legend #	Description
11/18/2012	Ryan Kielty	1.5	4	Call with management to discuss GSE cure claims
11/16/2012	Benjamin H. Weingarten	3.0	2	Cure claim analysis work
11/16/2012	Benjamin H. Weingarten	1.5	11	Call with the Company on Canadian asset sales
11/16/2012	Jonathan R. Mattern	1.5	11	Call with the Company on Canadian asset sales
11/16/2012	Karn S. Chopra	0.5	2	Call with Walter about origination assets
11/16/2012	Karn S. Chopra	1.0	2	Follow-up call with integration steering committee
11/16/2012	Karn S. Chopra	1.5	4	Participated in initial kick-off of integration steering committee
11/16/2012	Karn S. Chopra	1.0	5	Follow-up call with Barclays
11/16/2012	Karn S. Chopra	1.5	11	Call with the Company on Canadian asset sales
11/16/2012	Marc D. Puntus	0.5	2	Call with Walter about origination assets
11/16/2012	Marc D. Puntus	1.0	2	Follow-up call with integration steering committee
11/16/2012	Marc D. Puntus	1.5	4	Participated in initial kick-off of integration steering committee
11/16/2012	Marc D. Puntus	1.0	5	Follow-up call with Barclays
11/16/2012	Marc D. Puntus	1.5	11	Call with the Company on Canadian asset sales
11/16/2012	Ryan Kielty	0.5	2	Call with Walter about origination assets
11/16/2012	Ryan Kielty	1.0	2	Follow-up call with integration steering committee
11/16/2012	Ryan Kielty	1.5	4	Participated in initial kick-off of integration steering committee
11/16/2012	Ryan Kielty	1.0	5	Follow-up call with Barclays
11/16/2012	Ryan Kielty	1.5	11	Call with the Company on Canadian asset sales
11/15/2012	Benjamin H. Weingarten	0.5	2	Review Ocwen presentation to FHLMC
11/15/2012	Benjamin H. Weingarten	2.0	2	Reviewed GSE cure objections
11/15/2012	Benjamin H. Weingarten	0.5	3	Call with the UCC regarding cure claims analysis
11/15/2012	Benjamin H. Weingarten	1.0	11	Cure claim analysis work
11/15/2012	Jonathan R. Mattern	0.5	2	Review Ocwen presentation to FHLMC
11/15/2012	Jonathan R. Mattern	2.0	2	Reviewed GSE cure objections
11/15/2012	Karn S. Chopra	3.5	2	Meeting with Debtors advisors to discuss strategy for sale hearing
11/15/2012	Karn S. Chopra	0.5	2	Review Ocwen presentation to FHLMC
11/15/2012	Karn S. Chopra	2.0	2	Reviewed GSE cure objections
11/15/2012	Karn S. Chopra	0.5	3	Call with the UCC regarding cure claims analysis
11/15/2012	Karn S. Chopra	2.5	4	Various calls with members of management to discuss next steps re: GSE cures
11/15/2012	Marc D. Puntus	3.5	2	Meeting with Debtors advisors to discuss strategy for sale hearing
11/15/2012	Marc D. Puntus	0.5	2	Review Ocwen presentation to FHLMC
11/15/2012	Marc D. Puntus	2.0	2	Reviewed GSE cure objections
11/15/2012	Marc D. Puntus	2.5	4	Various calls with members of management to discuss next steps re: GSE cures
11/15/2012	Ryan Kielty	0.5	2	Review Ocwen presentation to FHLMC
11/15/2012	Ryan Kielty	2.0	2	Reviewed GSE cure objections
11/15/2012	Ryan Kielty	0.5	3	Call with the UCC regarding cure claims analysis
11/15/2012	Ryan Kielty	2.5	4	Various calls with members of management to discuss next steps re: GSE cures

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
11/14/2012	Benjamin H. Weingarten	0.5	1	Discussion on administrative tasks
11/14/2012	Benjamin H. Weingarten	6.0	1	Timesheet work
11/14/2012	Benjamin H. Weingarten	0.5	11	Call with the Company on cure claim / purchase price impact
11/14/2012	Benjamin H. Weingarten	1.5	11	Cure claim analysis work
11/14/2012	Jonathan R. Mattern	1.0	1	Dataroom work
11/14/2012	Jonathan R. Mattern	0.5	1	Discussion on administrative tasks
11/14/2012	Karn S. Chopra	1.0	3	Participated in weekly UCC call
11/14/2012	Karn S. Chopra	2.0	4	Call to discuss various strategies regarding GNMA loans post-close
11/14/2012	Karn S. Chopra	1.5	4	Call with management to discuss agenda for weekly UCC call
11/14/2012	Karn S. Chopra	0.5	4	Daily update call with management
11/14/2012	Marc D. Puntus	1.0	3	Participated in weekly UCC call
11/14/2012	Marc D. Puntus	2.0	4	Call to discuss various strategies regarding GNMA loans post-close
11/14/2012	Marc D. Puntus	1.5	4	Call with management to discuss agenda for weekly UCC call
11/14/2012	Marc D. Puntus	0.5	4	Daily update call with management
11/14/2012	Ryan Kielty	0.5	1	Discussion on administrative tasks
11/14/2012	Ryan Kielty	6.0	1	Timesheet work
11/14/2012	Ryan Kielty	1.0	3	Participated in weekly UCC call
11/14/2012	Ryan Kielty	2.0	4	Call to discuss various strategies regarding GNMA loans post-close
11/14/2012	Ryan Kielty	1.5	4	Call with management to discuss agenda for weekly UCC call
11/14/2012	Ryan Kielty	0.5	4	Daily update call with management
11/13/2012	Benjamin H. Weingarten	1.0	2	Purchase price analysis work
11/13/2012	Benjamin H. Weingarten	1.5	7	Internal meeting to discuss waterfall analysis
11/13/2012	Jonathan R. Mattern	1.0	2	Purchase price analysis work
11/13/2012	Jonathan R. Mattern	1.5	7	Internal meeting to discuss waterfall analysis
11/13/2012	Karn S. Chopra	0.5	3	Prepare for weekly call with UCC
11/13/2012	Karn S. Chopra	1.5	7	Internal meeting to discuss waterfall analysis
11/13/2012	Karn S. Chopra	4.5	7	Meeting with Senior Unsecured Noteholders
11/13/2012	Marc D. Puntus	0.5	3	Prepare for weekly call with UCC
11/13/2012	Marc D. Puntus	1.5	7	Internal meeting to discuss waterfall analysis
11/13/2012	Marc D. Puntus	4.5	7	Meeting with Senior Unsecured Noteholders
11/13/2012	Ryan Kielty	1.0	2	Purchase price analysis work
11/13/2012	Ryan Kielty	0.5	3	Prepare for weekly call with UCC
11/13/2012	Ryan Kielty	1.5	7	Internal meeting to discuss waterfall analysis
11/13/2012	Ryan Kielty	4.5	7	Meeting with Senior Unsecured Noteholders
11/12/2012	Benjamin H. Weingarten	3.5	2	Internal meeting to discuss strategy regarding sale objections
11/12/2012	Benjamin H. Weingarten	0.5	2	Prepared asset stratification for the Company
11/12/2012	Benjamin H. Weingarten	2.0	3	Prepared tape for co-advisor
11/12/2012	Benjamin H. Weingarten	1.0	5	Prepared FNMA advances tape for co-advisor DIP projections

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Date	Name	Hours	Legend #	Description
11/12/2012	Benjamin H. Weingarten	2.5	7	Review latest waterfall analysis in advance of meeting with Senior Unsecured Noteholders
11/12/2012	Benjamin H. Weingarten	1.0	11	Cure claim review call with co-advisor
11/12/2012	Benjamin H. Weingarten	2.5	11	Prepared objection review materials
11/12/2012	Benjamin H. Weingarten	2.0	11	Review FNMA cure claim materials
11/12/2012	Jonathan R. Mattern	3.5	2	Internal meeting to discuss strategy regarding sale objections
11/12/2012	Jonathan R. Mattern	0.5	2	Prepared asset stratification for the Company
11/12/2012	Jonathan R. Mattern	2.0	3	Prepared tape for co-advisor
11/12/2012	Jonathan R. Mattern	1.0	5	Prepared FNMA advances tape for co-advisor DIP projections
11/12/2012	Jonathan R. Mattern	2.5	7	Review latest waterfall analysis in advance of meeting with Senior Unsecured Noteholders
11/12/2012	Jonathan R. Mattern	2.5	11	Prepared objection review materials
11/12/2012	Jonathan R. Mattern	2.0	11	Review FNMA cure claim materials
11/12/2012	Karn S. Chopra	1.0	2	Call with Ocwen to discuss steps to sale closing
11/12/2012	Karn S. Chopra	3.5	2	Internal meeting to discuss strategy regarding sale objections
11/12/2012	Karn S. Chopra	0.5	5	Follow-up call with Barclays
11/12/2012	Karn S. Chopra	2.5	7	Review latest waterfall analysis in advance of meeting with Senior Unsecured Noteholders
11/12/2012	Karn S. Chopra	2.0	11	Review FNMA cure claim materials
11/12/2012	Marc D. Puntus	1.0	2	Call with Ocwen to discuss steps to sale closing
11/12/2012	Marc D. Puntus	3.5	2	Internal meeting to discuss strategy regarding sale objections
11/12/2012	Marc D. Puntus	0.5	5	Follow-up call with Barclays
11/12/2012	Marc D. Puntus	2.5	7	Review latest waterfall analysis in advance of meeting with Senior Unsecured Noteholders
11/12/2012	Marc D. Puntus	2.0	11	Review FNMA cure claim materials
11/12/2012	Ryan Kielty	1.0	2	Call with Ocwen to discuss steps to sale closing
11/12/2012	Ryan Kielty	3.5	2	Internal meeting to discuss strategy regarding sale objections
11/12/2012	Ryan Kielty	0.5	2	Prepared asset stratification for the Company
11/12/2012	Ryan Kielty	2.0	3	Prepared tape for co-advisor
11/12/2012	Ryan Kielty	0.5	5	Follow-up call with Barclays
11/12/2012	Ryan Kielty	1.0	5	Prepared FNMA advances tape for co-advisor DIP projections
11/12/2012	Ryan Kielty	2.5	7	Review latest waterfall analysis in advance of meeting with Senior Unsecured Noteholders
11/12/2012	Ryan Kielty	1.0	11	Cure claim review call with co-advisor
11/12/2012	Ryan Kielty	2.0	11	Review FNMA cure claim materials
11/11/2012	Benjamin H. Weingarten	3.0	2	Cure claim analysis work
11/11/2012	Jonathan R. Mattern	2.0	2	Review cure claim analysis work
11/11/2012	Karn S. Chopra	2.0	2	Review cure claim analysis work
11/11/2012	Karn S. Chopra	1.5	5	Call with Barclays about impact of sale processes on DIP financing
11/11/2012	Karn S. Chopra	0.5	11	Call with Debtors advisors about sale hearing
11/11/2012	Marc D. Puntus	2.0	2	Review cure claim analysis work

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Date	Name	Hours	Legend #	Description
11/11/2012	Marc D. Puntus	1.5	5	Call with Barclays about impact of sale processes on DIP financing
11/11/2012	Marc D. Puntus	0.5	11	Call with Debtors advisors about sale hearing
11/11/2012	Ryan Kielty	3.0	2	Cure claim analysis work
11/11/2012	Ryan Kielty	2.0	2	Review cure claim analysis work
11/11/2012	Ryan Kielty	1.5	5	Call with Barclays about impact of sale processes on DIP financing
11/11/2012	Ryan Kielty	0.5	11	Call with Debtors advisors about sale hearing
11/09/2012	Benjamin H. Weingarten	2.5	1	Dataroom cleanup work
11/09/2012	Benjamin H. Weingarten	3.5	2	Call to discuss sale objections
11/09/2012	Benjamin H. Weingarten	3.0	2	Review and provide comments on Sale Reply
11/09/2012	Benjamin H. Weingarten	1.5	4	Participated in ResCap board meeting
11/09/2012	Benjamin H. Weingarten	2.0	11	Cure claim analysis work
11/09/2012	Benjamin H. Weingarten	0.5	11	Internal meeting to prepare for ResCap board meeting
11/09/2012	Benjamin H. Weingarten	2.0	11	Review FNMA cure analysis
11/09/2012	Benjamin H. Weingarten	1.0	11	Sale objections call with the Company and its advisors
11/09/2012	Jonathan R. Mattern	2.5	1	Dataroom cleanup work
11/09/2012	Jonathan R. Mattern	3.5	2	Call to discuss sale objections
11/09/2012	Jonathan R. Mattern	3.0	2	Review and provide comments on Sale Reply
11/09/2012	Jonathan R. Mattern	1.5	4	Participated in ResCap board meeting
11/09/2012	Jonathan R. Mattern	0.5	11	Internal meeting to prepare for ResCap board meeting
11/09/2012	Jonathan R. Mattern	2.0	11	Review FNMA cure analysis
11/09/2012	Jonathan R. Mattern	1.0	11	Sale objections call with the Company and its advisors
11/09/2012	Karn S. Chopra	3.5	2	Call to discuss sale objections
11/09/2012	Karn S. Chopra	3.0	2	Review and provide comments on Sale Reply
11/09/2012	Karn S. Chopra	1.0	3	Call with UCC advisors about FHA sale process
11/09/2012	Karn S. Chopra	1.5	4	Participated in ResCap board meeting
11/09/2012	Karn S. Chopra	0.5	11	Internal meeting to prepare for ResCap board meeting
11/09/2012	Karn S. Chopra	2.0	11	Review FNMA cure analysis
11/09/2012	Karn S. Chopra	1.0	11	Sale objections call with the Company and its advisors
11/09/2012	Marc D. Puntus	3.5	2	Call to discuss sale objections
11/09/2012	Marc D. Puntus	3.0	2	Review and provide comments on Sale Reply
11/09/2012	Marc D. Puntus	1.0	3	Call with UCC advisors about FHA sale process
11/09/2012	Marc D. Puntus	1.5	4	Participated in ResCap board meeting
11/09/2012	Marc D. Puntus	0.5	11	Internal meeting to prepare for ResCap board meeting
11/09/2012	Marc D. Puntus	2.0	11	Review FNMA cure analysis
11/09/2012	Marc D. Puntus	1.0	11	Sale objections call with the Company and its advisors
11/09/2012	Ryan Kielty	3.5	2	Call to discuss sale objections
11/09/2012	Ryan Kielty	3.0	2	Review and provide comments on Sale Reply

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Date	Name	Hours	Legend #	Description
11/09/2012	Ryan Kielty	1.0	3	Call with UCC advisors about FHA sale process
11/09/2012	Ryan Kielty	1.5	4	Participated in ResCap board meeting
11/09/2012	Ryan Kielty	2.0	11	Cure claim analysis work
11/09/2012	Ryan Kielty	0.5	11	Internal meeting to prepare for ResCap board meeting
11/09/2012	Ryan Kielty	2.0	11	Review FNMA cure analysis
11/09/2012	Ryan Kielty	1.0	11	Sale objections call with the Company and its advisors
11/08/2012	Benjamin H. Weingarten	2.0	2	Puntus Sale Declaration drafting
11/08/2012	Benjamin H. Weingarten	2.0	11	Cure claim analysis work
11/08/2012	Jonathan R. Mattern	2.0	2	Puntus Sale Declaration drafting
11/08/2012	Karn S. Chopra	2.0	2	Puntus Sale Declaration drafting
11/08/2012	Karn S. Chopra	3.5	3	Drafted slides to update UCC on discussions with Ocwen/Walter and Berkshire
11/08/2012	Karn S. Chopra	1.5	4	Call with management to discuss closing of origination pipeline
11/08/2012	Karn S. Chopra	2.0	4	Prepared slides for ResCap board meeting
11/08/2012	Marc D. Puntus	2.0	2	Puntus Sale Declaration drafting
11/08/2012	Marc D. Puntus	1.5	4	Call with management to discuss closing of origination pipeline
11/08/2012	Ryan Kielty	2.0	2	Puntus Sale Declaration drafting
11/08/2012	Ryan Kielty	3.5	3	Drafted slides to update UCC on discussions with Ocwen/Walter and Berkshire
11/08/2012	Ryan Kielty	1.5	4	Call with management to discuss closing of origination pipeline
11/07/2012	Benjamin H. Weingarten	1.0	1	Dataroom work
11/07/2012	Benjamin H. Weingarten	0.5	2	Review updated cure analyses
11/07/2012	Benjamin H. Weingarten	2.0	3	Ocwen purchase price analysis review
11/07/2012	Benjamin H. Weingarten	0.5	4	Call with management about updated cure analyses
11/07/2012	Benjamin H. Weingarten	4.0	5	Prepared DIP collateral analysis
11/07/2012	Benjamin H. Weingarten	2.0	11	Weekly strategy call with Debtors advisors
11/07/2012	Jonathan R. Mattern	1.0	1	Dataroom work
11/07/2012	Jonathan R. Mattern	0.5	2	Review updated cure analyses
11/07/2012	Jonathan R. Mattern	2.0	3	Ocwen purchase price analysis review
11/07/2012	Karn S. Chopra	1.5	2	Call with Berkshire regarding pro-forma servicing of whole loan portfolio
11/07/2012	Karn S. Chopra	0.5	2	Review updated cure analyses
11/07/2012	Karn S. Chopra	0.5	4	Call with management about updated cure analyses
11/07/2012	Karn S. Chopra	1.0	5	Reviewed DIP collateral analysis
11/07/2012	Karn S. Chopra	2.5	5	Reviewed updated cash flow projections and potential impact of sale closings
11/07/2012	Karn S. Chopra	2.0	11	Weekly strategy call with Debtors advisors
11/07/2012	Marc D. Puntus	1.5	2	Call with Berkshire regarding pro-forma servicing of whole loan portfolio
11/07/2012	Marc D. Puntus	0.5	2	Review updated cure analyses

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Date	Name	Hours	Legend #	Description
11/07/2012	Marc D. Puntus	0.5	4	Call with management about updated cure analyses
11/07/2012	Marc D. Puntus	1.0	5	Reviewed DIP collateral analysis
11/07/2012	Marc D. Puntus	2.5	5	Reviewed updated cash flow projections and potential impact of sale closings
11/07/2012	Marc D. Puntus	2.0	11	Weekly strategy call with Debtors advisors
11/07/2012	Ryan Kielty	1.5	2	Call with Berkshire regarding pro-forma servicing of whole loan portfolio
11/07/2012	Ryan Kielty	0.5	2	Review updated cure analyses
11/07/2012	Ryan Kielty	0.5	4	Call with management about updated cure analyses
11/07/2012	Ryan Kielty	4.0	5	Prepared DIP collateral analysis
11/07/2012	Ryan Kielty	2.0	11	Weekly strategy call with Debtors advisors
11/06/2012	Benjamin H. Weingarten	1.0	1	Weekly strategy call with Debtors' advisors
11/06/2012	Benjamin H. Weingarten	1.5	2	Ocwen purchase price analysis review
11/06/2012	Benjamin H. Weingarten	1.0	2	Prepared FNMA loan analysis for the Company
11/06/2012	Benjamin H. Weingarten	2.0	2	Reviewed analysis on cure objections and impact to Ocwen's purchase price
11/06/2012	Benjamin H. Weingarten	0.5	3	Facilitated co-advisor diligence for asset by facility analysis
11/06/2012	Benjamin H. Weingarten	1.5	11	Call on cure claims analysis with the Company and its advisors
11/06/2012	Jonathan R. Mattern	1.5	2	Ocwen purchase price analysis review
11/06/2012	Jonathan R. Mattern	2.0	2	Reviewed analysis on cure objections and impact to Ocwen's purchase price
11/06/2012	Jonathan R. Mattern	0.5	3	Facilitated co-advisor diligence for asset by facility analysis
11/06/2012	Jonathan R. Mattern	1.5	11	Call on cure claims analysis with the Company and its advisors
11/06/2012	Karn S. Chopra	1.0	1	Weekly strategy call with Debtors' advisors
11/06/2012	Karn S. Chopra	0.5	2	Call with management to discuss FHA/VA loan sale
11/06/2012	Karn S. Chopra	2.0	2	Reviewed analysis on cure objections and impact to Ocwen's purchase price
11/06/2012	Karn S. Chopra	1.5	2	Reviewed materials and had call to discuss cash available for distribution post close of sales
11/06/2012	Karn S. Chopra	1.0	4	Daily update call with management
11/06/2012	Karn S. Chopra	1.5	11	Call on cure claims analysis with the Company and its advisors
11/06/2012	Marc D. Puntus	1.0	1	Weekly strategy call with Debtors' advisors
11/06/2012	Marc D. Puntus	0.5	2	Call with management to discuss FHA/VA loan sale
11/06/2012	Marc D. Puntus	2.0	2	Reviewed analysis on cure objections and impact to Ocwen's purchase price
11/06/2012	Marc D. Puntus	1.5	2	Reviewed materials and had call to discuss cash available for distribution post close of sales
11/06/2012	Marc D. Puntus	1.0	4	Daily update call with management
11/06/2012	Marc D. Puntus	1.5	11	Call on cure claims analysis with the Company and its advisors

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Date	Name	Hours	Legend #	Description
11/06/2012	Ryan Kielty	1.0	1	Weekly strategy call with Debtors' advisors
11/06/2012	Ryan Kielty	0.5	2	Call with management to discuss FHA/VA loan sale
11/06/2012	Ryan Kielty	1.5	2	Ocwen purchase price analysis review
11/06/2012	Ryan Kielty	1.0	2	Prepared FNMA loan analysis for the Company
11/06/2012	Ryan Kielty	2.0	2	Reviewed analysis on cure objections and impact to Ocwen's purchase price
11/06/2012	Ryan Kielty	1.5	2	Reviewed materials and had call to discuss cash available for distribution post close of sales
11/06/2012	Ryan Kielty	0.5	3	Facilitated co-advisor diligence for asset by facility analysis
11/06/2012	Ryan Kielty	1.0	4	Daily update call with management
11/06/2012	Ryan Kielty	1.5	11	Call on cure claims analysis with the Company and its advisors
11/05/2012	Benjamin H. Weingarten	0.5	1	Dataroom work
11/05/2012	Benjamin H. Weingarten	1.0	2	Purchase price analysis review
11/05/2012	Benjamin H. Weingarten	0.5	3	Call with co-advisor on Berkshire APA purchase price analysis
11/05/2012	Benjamin H. Weingarten	0.5	3	Preparation of Berkshire APA schedule for co-advisor
11/05/2012	Benjamin H. Weingarten	1.5	3	Review of Berkshire APA purchase price analysis for co-advisor
11/05/2012	Benjamin H. Weingarten	0.5	11	Call with co-advisor on Ocwen adequate assurance
11/05/2012	Benjamin H. Weingarten	0.5	11	Call with the Company on cure claims analysis
11/05/2012	Benjamin H. Weingarten	4.0	11	Cure claims analysis work
11/05/2012	Benjamin H. Weingarten	1.0	11	Ocwen adequate assurance research
11/05/2012	Jonathan R. Mattern	0.5	1	Dataroom work
11/05/2012	Jonathan R. Mattern	1.0	2	Purchase price analysis review
11/05/2012	Jonathan R. Mattern	0.5	3	Call with co-advisor on Berkshire APA purchase price analysis
11/05/2012	Jonathan R. Mattern	0.5	3	Preparation of Berkshire APA schedule for co-advisor
11/05/2012	Karn S. Chopra	4.5	2	Participated in meeting with Berkshire and ResCap's whole loan team
11/05/2012	Karn S. Chopra	1.5	3	Review of Berkshire APA purchase price analysis for co-advisor
11/05/2012	Karn S. Chopra	3.5	6	Attended RMBS deposition
11/05/2012	Karn S. Chopra	0.5	11	Call with co-advisor on Ocwen adequate assurance
11/05/2012	Karn S. Chopra	1.0	11	Ocwen adequate assurance research
11/05/2012	Marc D. Puntus	3.5	6	Attended RMBS deposition
11/05/2012	Ryan Kielty	4.5	2	Participated in meeting with Berkshire and ResCap's whole loan team
11/05/2012	Ryan Kielty	0.5	3	Call with co-advisor on Berkshire APA purchase price analysis
11/05/2012	Ryan Kielty	0.5	3	Preparation of Berkshire APA schedule for co-advisor

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Date	Name	Hours	Legend #	Description
11/05/2012	Ryan Kielty	1.5	3	Review of Berkshire APA purchase price analysis for co-advisor
11/05/2012	Ryan Kielty	0.5	11	Call with co-advisor on Ocwen adequate assurance
11/04/2012	Benjamin H. Weingarten	4.0	11	Cure claims analysis work
11/04/2012	Jonathan R. Mattern	4.0	1	Timesheet work
11/03/2012	Karn S. Chopra	2.5	2	Call with Ocwen/Walter on various APA issues
11/03/2012	Marc D. Puntus	2.5	2	Call with Ocwen/Walter on various APA issues
11/03/2012	Ryan Kielty	2.5	2	Call with Ocwen/Walter on various APA issues
11/02/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
11/02/2012	Benjamin H. Weingarten	1.0	3	Waterfall analysis review call with the Company and its co-advisor
11/02/2012	Benjamin H. Weingarten	3.0	4	Board meeting
11/02/2012	Benjamin H. Weingarten	2.0	11	Cure claim analysis calls with the Company and its advisors
11/02/2012	Benjamin H. Weingarten	1.5	11	Cure claim analysis work
11/02/2012	Jonathan R. Mattern	0.5	2	Dataroom work
11/02/2012	Jonathan R. Mattern	1.0	3	Waterfall analysis review call with the Company and its co-advisor
11/02/2012	Jonathan R. Mattern	3.0	4	Board meeting
11/02/2012	Jonathan R. Mattern	2.0	11	Cure claim analysis calls with the Company and its advisors
11/02/2012	Karn S. Chopra	1.0	3	Waterfall analysis review call with the Company and its co-advisor
11/02/2012	Karn S. Chopra	3.0	4	Board meeting
11/02/2012	Karn S. Chopra	1.0	4	Follow-up call to discuss ResCap board meeting
11/02/2012	Karn S. Chopra	0.5	7	Meeting to discuss revised waterfall analysis
11/02/2012	Karn S. Chopra	2.0	11	Cure claim analysis calls with the Company and its advisors
11/02/2012	Marc D. Puntus	1.0	3	Waterfall analysis review call with the Company and its co-advisor
11/02/2012	Marc D. Puntus	3.0	4	Board meeting
11/02/2012	Marc D. Puntus	1.0	4	Follow-up call to discuss ResCap board meeting
11/02/2012	Marc D. Puntus	0.5	7	Meeting to discuss revised waterfall analysis
11/02/2012	Ryan Kielty	1.0	3	Waterfall analysis review call with the Company and its co-advisor
11/02/2012	Ryan Kielty	3.0	4	Board meeting
11/02/2012	Ryan Kielty	1.0	4	Follow-up call to discuss ResCap board meeting
11/02/2012	Ryan Kielty	2.0	11	Cure claim analysis calls with the Company and its advisors
11/01/2012	Benjamin H. Weingarten	1.5	2	Advance reconciliation work with the Company
11/01/2012	Benjamin H. Weingarten	1.5	2	Analysis on assets remaining in the estate
11/01/2012	Benjamin H. Weingarten	1.5	2	Call with Debtors advisors to discuss allocation of Ocwen and Berkshire purchase price
11/01/2012	Benjamin H. Weingarten	0.5	2	Call with the Company regarding advance reconciliation
11/01/2012	Benjamin H. Weingarten	1.0	2	Ocwen APA discussion

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Date	Name	Hours	Legend #	Description
11/01/2012	Benjamin H. Weingarten	1.0	3	Analysis to assist co-advisor with Waterfall analysis
11/01/2012	Benjamin H. Weingarten	2.5	3	Review of co-advisor asset by facility analysis
11/01/2012	Benjamin H. Weingarten	2.0	7	Call to discuss revised waterfall analysis
11/01/2012	Jonathan R. Mattern	1.5	2	Advance reconciliation work with the Company
11/01/2012	Jonathan R. Mattern	1.5	2	Call with Debtors advisors to discuss allocation of Ocwen and Berkshire purchase price
11/01/2012	Jonathan R. Mattern	0.5	2	Call with the Company regarding advance reconciliation
11/01/2012	Jonathan R. Mattern	1.0	2	Ocwen APA discussion
11/01/2012	Jonathan R. Mattern	1.0	3	Analysis to assist co-advisor with Waterfall analysis
11/01/2012	Jonathan R. Mattern	2.5	3	Review of co-advisor asset by facility analysis
11/01/2012	Jonathan R. Mattern	2.0	7	Call to discuss revised waterfall analysis
11/01/2012	Karn S. Chopra	1.5	2	Call with Debtors advisors to discuss allocation of Ocwen and Berkshire purchase price
11/01/2012	Karn S. Chopra	1.0	2	Ocwen APA discussion
11/01/2012	Karn S. Chopra	1.0	3	Analysis to assist co-advisor with Waterfall analysis
11/01/2012	Karn S. Chopra	1.5	3	Call with UCC advisors about Ocwen APA
11/01/2012	Karn S. Chopra	2.5	3	Review of co-advisor asset by facility analysis
11/01/2012	Karn S. Chopra	0.5	4	Daily update call with management
11/01/2012	Karn S. Chopra	5.5	6	Preparation for deposition on RMBS settlement
11/01/2012	Karn S. Chopra	2.0	7	Call to discuss revised waterfall analysis
11/01/2012	Marc D. Puntus	1.5	2	Call with Debtors advisors to discuss allocation of Ocwen and Berkshire purchase price
11/01/2012	Marc D. Puntus	1.0	2	Ocwen APA discussion
11/01/2012	Marc D. Puntus	1.5	3	Call with UCC advisors about Ocwen APA
11/01/2012	Marc D. Puntus	2.5	3	Review of co-advisor asset by facility analysis
11/01/2012	Marc D. Puntus	0.5	4	Daily update call with management
11/01/2012	Marc D. Puntus	5.5	6	Preparation for deposition on RMBS settlement
11/01/2012	Ryan Kielty	1.5	2	Advance reconciliation work with the Company
11/01/2012	Ryan Kielty	1.5	2	Analysis on assets remaining in the estate
11/01/2012	Ryan Kielty	1.5	2	Call with Debtors advisors to discuss allocation of Ocwen and Berkshire purchase price
11/01/2012	Ryan Kielty	0.5	2	Call with the Company regarding advance reconciliation
11/01/2012	Ryan Kielty	1.0	2	Ocwen APA discussion
11/01/2012	Ryan Kielty	1.0	3	Analysis to assist co-advisor with Waterfall analysis
11/01/2012	Ryan Kielty	1.5	3	Call with UCC advisors about Ocwen APA
11/01/2012	Ryan Kielty	2.5	3	Review of co-advisor asset by facility analysis
11/01/2012	Ryan Kielty	0.5	4	Daily update call with management
11/01/2012	Ryan Kielty	2.0	7	Call to discuss revised waterfall analysis
10/31/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
10/31/2012	Benjamin H. Weingarten	0.5	3	JSB diligence facilitation
10/31/2012	Benjamin H. Weingarten	1.0	5	Review co-advisor DIP analysis

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Date	Name	Hours	Legend #	Description
10/31/2012	Benjamin H. Weingarten	0.5	11	Cure claim analysis call with co-advisor
10/31/2012	Benjamin H. Weingarten	2.0	11	Cure claim analysis work
10/31/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/31/2012	Jonathan R. Mattern	1.0	5	Review co-advisor DIP analysis
10/31/2012	Karn S. Chopra	0.5	2	Call to discuss status of Berkshire APA
10/31/2012	Karn S. Chopra	0.5	2	Call to discuss status of Ocwen APA
10/31/2012	Karn S. Chopra	1.0	5	Review co-advisor DIP analysis
10/31/2012	Karn S. Chopra	2.5	7	Call to discuss impact of auctions on Waterfall analysis
10/31/2012	Marc D. Puntus	0.5	2	Call to discuss status of Berkshire APA
10/31/2012	Marc D. Puntus	0.5	2	Call to discuss status of Ocwen APA
10/31/2012	Marc D. Puntus	2.5	7	Call to discuss impact of auctions on Waterfall analysis
10/31/2012	Ryan Kielty	0.5	2	Call to discuss status of Berkshire APA
10/31/2012	Ryan Kielty	0.5	2	Call to discuss status of Ocwen APA
10/31/2012	Ryan Kielty	0.5	3	JSB diligence facilitation
10/31/2012	Ryan Kielty	1.0	5	Review co-advisor DIP analysis
10/31/2012	Ryan Kielty	2.5	7	Call to discuss impact of auctions on Waterfall analysis
10/30/2012	Benjamin H. Weingarten	7.0	1	Timesheet work
10/30/2012	Benjamin H. Weingarten	1.0	1	Weekly strategy call with Debtors' advisors
10/30/2012	Karn S. Chopra	1.0	1	Weekly strategy call with Debtors' advisors
10/30/2012	Karn S. Chopra	2.5	2	Call with Berkshire counsel to review APA and discuss potential changes
10/30/2012	Karn S. Chopra	3.0	4	Call with management to discuss how loan pipeline will be addressed by Walter
10/30/2012	Karn S. Chopra	0.5	4	Call with management to discuss near-term diligence by Ocwen/Walter
10/30/2012	Karn S. Chopra	2.5	7	Review revised Waterfall analysis
10/30/2012	Marc D. Puntus	1.0	1	Weekly strategy call with Debtors' advisors
10/30/2012	Marc D. Puntus	2.5	2	Call with Berkshire counsel to review APA and discuss potential changes
10/30/2012	Marc D. Puntus	3.0	4	Call with management to discuss how loan pipeline will be addressed by Walter
10/30/2012	Marc D. Puntus	0.5	4	Call with management to discuss near-term diligence by Ocwen/Walter
10/30/2012	Marc D. Puntus	2.5	7	Review revised Waterfall analysis
10/30/2012	Ryan Kielty	1.0	1	Weekly strategy call with Debtors' advisors
10/30/2012	Ryan Kielty	2.5	2	Call with Berkshire counsel to review APA and discuss potential changes
10/30/2012	Ryan Kielty	3.0	4	Call with management to discuss how loan pipeline will be addressed by Walter
10/30/2012	Ryan Kielty	0.5	4	Call with management to discuss near-term diligence by Ocwen/Walter
10/30/2012	Ryan Kielty	2.5	7	Review revised Waterfall analysis
10/29/2012	Benjamin H. Weingarten	5.0	1	Timesheet work
10/29/2012	Benjamin H. Weingarten	1.0	2	Dataroom work

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Date	Name	Hours	Legend #	Description
10/29/2012	Benjamin H. Weingarten	1.0	2	Internal call to discuss APA progress and next steps
10/29/2012	Benjamin H. Weingarten	1.0	2	Whole Loan portfolio diligence facilitation
10/29/2012	Benjamin H. Weingarten	2.5	7	Call to discuss revised Waterfall analysis
10/29/2012	Benjamin H. Weingarten	1.5	7	Prepare revised purchase price analysis to be incorporated in Waterfall analysis
10/29/2012	Jonathan R. Mattern	1.0	2	Dataroom work
10/29/2012	Jonathan R. Mattern	1.0	2	Internal call to discuss APA progress and next steps
10/29/2012	Jonathan R. Mattern	1.0	2	Whole Loan portfolio diligence facilitation
10/29/2012	Jonathan R. Mattern	2.5	7	Call to discuss revised Waterfall analysis
10/29/2012	Jonathan R. Mattern	1.5	7	Prepare revised purchase price analysis to be incorporated in Waterfall analysis
10/29/2012	Karn S. Chopra	3.5	2	Call with Ocwen to do page turn of APA
10/29/2012	Karn S. Chopra	1.0	2	Internal call to discuss APA progress and next steps
10/29/2012	Karn S. Chopra	0.5	2	Various calls with Berkshire and Ocwen/Walter to finalize purchase price allocation
10/29/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/29/2012	Karn S. Chopra	2.5	7	Call to discuss revised Waterfall analysis
10/29/2012	Karn S. Chopra	1.5	7	Prepare revised purchase price analysis to be incorporated in Waterfall analysis
10/29/2012	Marc D. Puntus	3.5	2	Call with Ocwen to do page turn of APA
10/29/2012	Marc D. Puntus	1.0	2	Internal call to discuss APA progress and next steps
10/29/2012	Marc D. Puntus	0.5	2	Various calls with Berkshire and Ocwen/Walter to finalize purchase price allocation
10/29/2012	Marc D. Puntus	0.5	4	Daily update call with management
10/29/2012	Marc D. Puntus	2.5	7	Call to discuss revised Waterfall analysis
10/29/2012	Marc D. Puntus	1.5	7	Prepare revised purchase price analysis to be incorporated in Waterfall analysis
10/29/2012	Ryan Kielty	3.5	2	Call with Ocwen to do page turn of APA
10/29/2012	Ryan Kielty	1.0	2	Internal call to discuss APA progress and next steps
10/29/2012	Ryan Kielty	0.5	2	Various calls with Berkshire and Ocwen/Walter to finalize purchase price allocation
10/29/2012	Ryan Kielty	1.0	2	Whole Loan portfolio diligence facilitation
10/29/2012	Ryan Kielty	0.5	4	Daily update call with management
10/29/2012	Ryan Kielty	2.5	7	Call to discuss revised Waterfall analysis
10/29/2012	Ryan Kielty	1.5	7	Prepare revised purchase price analysis to be incorporated in Waterfall analysis
10/28/2012	Benjamin H. Weingarten	1.0	2	Ocwen update call with the Debtors' advisors
10/28/2012	Benjamin H. Weingarten	0.5	2	Review of Platform purchase price allocation analysis
10/28/2012	Benjamin H. Weingarten	4.0	11	Cure claim analysis work
10/28/2012	Jonathan R. Mattern	1.0	2	Ocwen update call with the Debtors' advisors
10/28/2012	Jonathan R. Mattern	0.5	2	Review of Platform purchase price allocation analysis

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Date	Name	Hours	Legend #	Description
10/28/2012	Karn S. Chopra	1.0	2	Call to discuss strategy for cure objections
10/28/2012	Karn S. Chopra	2.5	2	Call with Walter and management to discuss Origination Platform
10/28/2012	Karn S. Chopra	1.0	2	Ocwen update call with the Debtors' advisors
10/28/2012	Karn S. Chopra	0.5	2	Review of Platform purchase price allocation analysis
10/28/2012	Marc D. Puntus	1.0	2	Call to discuss strategy for cure objections
10/28/2012	Marc D. Puntus	2.5	2	Call with Walter and management to discuss Origination Platform
10/28/2012	Marc D. Puntus	1.0	2	Ocwen update call with the Debtors' advisors
10/28/2012	Marc D. Puntus	0.5	2	Review of Platform purchase price allocation analysis
10/28/2012	Ryan Kielty	1.0	2	Call to discuss strategy for cure objections
10/28/2012	Ryan Kielty	2.5	2	Call with Walter and management to discuss Origination Platform
10/28/2012	Ryan Kielty	1.0	2	Ocwen update call with the Debtors' advisors
10/28/2012	Ryan Kielty	2.0	2	Platform purchase price allocation analysis
10/28/2012	Ryan Kielty	0.5	2	Review of Platform purchase price allocation analysis
10/27/2012	Benjamin H. Weingarten	1.5	3	Prepared purchase price summaries for Ally
10/27/2012	Benjamin H. Weingarten	1.0	11	Cure claim analysis work
10/27/2012	Karn S. Chopra	1.0	11	Cure claim analysis work
10/27/2012	Ryan Kielty	1.5	3	Prepared purchase price summaries for Ally
10/27/2012	Ryan Kielty	1.0	11	Cure claim analysis work
10/26/2012	Benjamin H. Weingarten	0.5	2	Assembled materials for HSR disclosure
10/26/2012	Benjamin H. Weingarten	1.0	2	Review revised Schedule 3.1(a) under Ocwen APA
10/26/2012	Benjamin H. Weingarten	2.0	3	Prepared bid analyses for co-advisors
10/26/2012	Jonathan R. Mattern	0.5	2	Assembled materials for HSR disclosure
10/26/2012	Jonathan R. Mattern	1.5	2	Dataroom work/cleanup
10/26/2012	Jonathan R. Mattern	1.0	2	Review revised Schedule 3.1(a) under Ocwen APA
10/26/2012	Jonathan R. Mattern	2.0	3	Prepared bid analyses for co-advisors
10/26/2012	Karn S. Chopra	0.5	2	Assembled materials for HSR disclosure
10/26/2012	Karn S. Chopra	1.0	2	Call with bidders to discuss bid allocation
10/26/2012	Karn S. Chopra	1.0	2	Call with Ocwen counsel to discuss APA changes
10/26/2012	Karn S. Chopra	1.0	2	Review revised Schedule 3.1(a) under Ocwen APA
10/26/2012	Karn S. Chopra	1.0	3	Call with creditors to discuss bid allocation
10/26/2012	Karn S. Chopra	2.0	3	Prepared bid analyses for co-advisors
10/26/2012	Karn S. Chopra	1.0	4	Daily update call with management
10/26/2012	Karn S. Chopra	3.5	4	Meeting with management to discuss next steps with Ocwen/Walter
10/26/2012	Karn S. Chopra	1.5	11	Call with Debtors advisors to discuss case strategy
10/26/2012	Marc D. Puntus	1.0	2	Call with bidders to discuss bid allocation
10/26/2012	Marc D. Puntus	1.0	2	Call with Ocwen counsel to discuss APA changes

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Date	Name	Hours	Legend #	Description
10/26/2012	Marc D. Puntus	1.0	2	Review revised Schedule 3.1(a) under Ocwen APA
10/26/2012	Marc D. Puntus	1.0	3	Call with creditors to discuss bid allocation
10/26/2012	Marc D. Puntus	1.0	4	Daily update call with management
10/26/2012	Marc D. Puntus	3.5	4	Meeting with management to discuss next steps with Ocwen/Walter
10/26/2012	Marc D. Puntus	1.5	11	Call with Debtors advisors to discuss case strategy
10/26/2012	Ryan Kielty	0.5	2	Assembled materials for HSR disclosure
10/26/2012	Ryan Kielty	1.0	2	Call with bidders to discuss bid allocation
10/26/2012	Ryan Kielty	1.0	2	Call with Ocwen counsel to discuss APA changes
10/26/2012	Ryan Kielty	1.0	2	Review revised Schedule 3.1(a) under Ocwen APA
10/26/2012	Ryan Kielty	1.0	3	Call with creditors to discuss bid allocation
10/26/2012	Ryan Kielty	2.0	3	Prepared bid analyses for co-advisors
10/26/2012	Ryan Kielty	1.0	4	Daily update call with management
10/26/2012	Ryan Kielty	3.5	4	Meeting with management to discuss next steps with Ocwen/Walter
10/26/2012	Ryan Kielty	1.5	11	Call with Debtors advisors to discuss case strategy
10/25/2012	Benjamin H. Weingarten	0.5	2	Prepared Platform purchase price analysis for Company
10/25/2012	Benjamin H. Weingarten	5.0	2	Whole Loan auction
10/25/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/25/2012	Jonathan R. Mattern	5.0	2	Whole Loan auction
10/25/2012	Karn S. Chopra	5.0	2	Whole Loan auction
10/25/2012	Marc D. Puntus	5.0	2	Whole Loan auction
10/25/2012	Ryan Kielty	5.0	2	Whole Loan auction
10/24/2012	Benjamin H. Weingarten	2.0	2	Call to discuss required changes to Ocwen/Walter APA
10/24/2012	Benjamin H. Weingarten	0.5	2	Call with the Company to discuss HELOC analysis
10/24/2012	Benjamin H. Weingarten	3.0	2	Continuation of Platform auction
10/24/2012	Benjamin H. Weingarten	1.0	2	Ocwen APA discussion with the Company and its advisors / Ocwen and its advisors
10/24/2012	Benjamin H. Weingarten	5.0	2	Prepare Platform bidder financing analysis
10/24/2012	Benjamin H. Weingarten	1.0	2	Prepared bid summaries
10/24/2012	Benjamin H. Weingarten	1.5	2	Prepared Board presentation materials
10/24/2012	Benjamin H. Weingarten	7.0	2	Prepared HELOC analysis
10/24/2012	Benjamin H. Weingarten	1.0	2	Prepared Whole Loan auction materials
10/24/2012	Benjamin H. Weingarten	3.5	2	ResCap Board of Directors Meeting
10/24/2012	Benjamin H. Weingarten	1.0	2	Review revised DLJ Consortium APA
10/24/2012	Benjamin H. Weingarten	1.0	2	Whole Loan portfolio discussion with the Company and its advisors
10/24/2012	Jonathan R. Mattern	2.0	2	Call to discuss required changes to Ocwen/Walter APA
10/24/2012	Jonathan R. Mattern	3.0	2	Continuation of Platform auction

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Date	Name	Hours	Legend #	Description
10/24/2012	Jonathan R. Mattern	1.0	2	Ocwen APA discussion with the Company and its advisors / Ocwen and its advisors
10/24/2012	Jonathan R. Mattern	5.0	2	Prepare Platform bidder financing analysis
10/24/2012	Jonathan R. Mattern	1.0	2	Prepared bid summaries
10/24/2012	Jonathan R. Mattern	1.0	2	Prepared Whole Loan auction materials
10/24/2012	Jonathan R. Mattern	3.5	2	ResCap Board of Directors Meeting
10/24/2012	Jonathan R. Mattern	1.0	2	Review revised DLJ Consortium APA
10/24/2012	Jonathan R. Mattern	1.0	2	Whole Loan portfolio discussion with the Company and its advisors
10/24/2012	Karn S. Chopra	2.0	2	Call to discuss required changes to Ocwen/Walter APA
10/24/2012	Karn S. Chopra	1.5	2	Call with Ocwen counsel to discuss APA changes
10/24/2012	Karn S. Chopra	3.0	2	Continuation of Platform auction
10/24/2012	Karn S. Chopra	2.5	2	Meeting with Ocwen/Walter to discuss employee matters
10/24/2012	Karn S. Chopra	1.5	2	Negotiations with DLJ Consortium on APA
10/24/2012	Karn S. Chopra	1.0	2	Ocwen APA discussion with the Company and its advisors / Ocwen and its advisors
10/24/2012	Karn S. Chopra	1.5	2	Prepared Board presentation materials
10/24/2012	Karn S. Chopra	3.5	2	ResCap Board of Directors Meeting
10/24/2012	Karn S. Chopra	1.5	2	Review HELOC analysis
10/24/2012	Karn S. Chopra	1.0	2	Review Platform bidder financing analysis
10/24/2012	Karn S. Chopra	1.0	2	Review revised DLJ Consortium APA
10/24/2012	Karn S. Chopra	1.0	2	Whole Loan portfolio discussion with the Company and its advisors
10/24/2012	Marc D. Puntus	2.0	2	Call to discuss required changes to Ocwen/Walter APA
10/24/2012	Marc D. Puntus	1.5	2	Call with Ocwen counsel to discuss APA changes
10/24/2012	Marc D. Puntus	3.0	2	Continuation of Platform auction
10/24/2012	Marc D. Puntus	2.5	2	Meeting with Ocwen/Walter to discuss employee matters
10/24/2012	Marc D. Puntus	1.5	2	Negotiations with DLJ Consortium on APA
10/24/2012	Marc D. Puntus	1.0	2	Ocwen APA discussion with the Company and its advisors / Ocwen and its advisors
10/24/2012	Marc D. Puntus	3.5	2	ResCap Board of Directors Meeting
10/24/2012	Marc D. Puntus	1.0	2	Review Platform bidder financing analysis
10/24/2012	Marc D. Puntus	1.0	2	Review revised DLJ Consortium APA
10/24/2012	Marc D. Puntus	1.0	2	Reviewed Board presentation materials
10/24/2012	Marc D. Puntus	1.0	2	Whole Loan portfolio discussion with the Company and its advisors
10/24/2012	Ryan Kielty	2.0	2	Call to discuss required changes to Ocwen/Walter APA
10/24/2012	Ryan Kielty	1.5	2	Call with Ocwen counsel to discuss APA changes
10/24/2012	Ryan Kielty	0.5	2	Call with the Company to discuss HELOC analysis
10/24/2012	Ryan Kielty	3.0	2	Continuation of Platform auction
10/24/2012	Ryan Kielty	2.5	2	Meeting with Ocwen/Walter to discuss employee matters

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Date	Name	Hours	Legend #	Description
10/24/2012	Ryan Kielty	1.5	2	Negotiations with DLJ Consortium on APA
10/24/2012	Ryan Kielty	1.0	2	Ocwen APA discussion with the Company and its advisors / Ocwen and its advisors
10/24/2012	Ryan Kielty	5.0	2	Prepare Platform bidder financing analysis
10/24/2012	Ryan Kielty	1.0	2	Prepared bid summaries
10/24/2012	Ryan Kielty	1.5	2	Prepared Board presentation materials
10/24/2012	Ryan Kielty	3.5	2	ResCap Board of Directors Meeting
10/24/2012	Ryan Kielty	1.5	2	Review HELOC analysis
10/24/2012	Ryan Kielty	1.0	2	Review revised DLJ Consortium APA
10/24/2012	Ryan Kielty	1.0	2	Whole Loan portfolio discussion with the Company and its advisors
10/23/2012	Benjamin H. Weingarten	15.0	2	Platform auction
10/23/2012	Benjamin H. Weingarten	0.5	2	Platform auction internal meeting
10/23/2012	Benjamin H. Weingarten	3.0	2	Prepare Platform bidder financing analysis
10/23/2012	Benjamin H. Weingarten	1.0	2	Prepare talking points for Platform auction
10/23/2012	Benjamin H. Weingarten	0.5	2	Review co-advisor transaction model analysis
10/23/2012	Benjamin H. Weingarten	1.0	2	Review Company Whole Loan portfolio bid analysis
10/23/2012	Benjamin H. Weingarten	0.5	2	Review memo on changes to prospective Whole Loan portfolio bidder APA
10/23/2012	Jonathan R. Mattern	15.0	2	Platform auction
10/23/2012	Jonathan R. Mattern	0.5	2	Platform auction internal meeting
10/23/2012	Jonathan R. Mattern	3.0	2	Prepare Platform bidder financing analysis
10/23/2012	Jonathan R. Mattern	0.5	2	Review co-advisor transaction model analysis
10/23/2012	Jonathan R. Mattern	1.0	2	Review Company Whole Loan portfolio bid analysis
10/23/2012	Jonathan R. Mattern	0.5	2	Review memo on changes to prospective Whole Loan portfolio bidder APA
10/23/2012	Karn S. Chopra	15.0	2	Platform auction
10/23/2012	Karn S. Chopra	1.0	2	Prepare talking points for Platform auction
10/23/2012	Karn S. Chopra	0.5	2	Review co-advisor transaction model analysis
10/23/2012	Karn S. Chopra	1.0	2	Review Company Whole Loan portfolio bid analysis
10/23/2012	Karn S. Chopra	0.5	2	Review memo on changes to prospective Whole Loan portfolio bidder APA
10/23/2012	Marc D. Puntus	15.0	2	Platform auction
10/23/2012	Marc D. Puntus	0.5	2	Review co-advisor transaction model analysis
10/23/2012	Marc D. Puntus	1.0	2	Review Company Whole Loan portfolio bid analysis
10/23/2012	Marc D. Puntus	0.5	2	Review memo on changes to prospective Whole Loan portfolio bidder APA
10/23/2012	Marc D. Puntus	1.0	2	Review talking points for Platform auction
10/23/2012	Ryan Kielty	15.0	2	Platform auction
10/23/2012	Ryan Kielty	0.5	2	Platform auction internal meeting
10/23/2012	Ryan Kielty	3.0	2	Prepare Platform bidder financing analysis
10/23/2012	Ryan Kielty	1.0	2	Prepare talking points for Platform auction
10/23/2012	Ryan Kielty	0.5	2	Review co-advisor transaction model analysis

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Date	Name	Hours	Legend #	Description
10/23/2012	Ryan Kielty	1.0	2	Review Company Whole Loan portfolio bid analysis
10/23/2012	Ryan Kielty	0.5	2	Review memo on changes to prospective Whole Loan portfolio bidder APA
10/22/2012	Benjamin H. Weingarten	0.5	2	Call with co-advisor on PSA amendment purchase price analysis
10/22/2012	Benjamin H. Weingarten	0.5	2	Call with Company on PSA amendment purchase price analysis
10/22/2012	Benjamin H. Weingarten	2.0	2	Internal meeting to discuss bids and review board slides
10/22/2012	Benjamin H. Weingarten	1.0	2	Prepare documents for auctions
10/22/2012	Benjamin H. Weingarten	4.0	2	Prepared Platform bidder financial wherewithal analysis
10/22/2012	Benjamin H. Weingarten	1.0	2	Research on prospective Platform bidder's capital structure
10/22/2012	Benjamin H. Weingarten	0.5	2	Review co-advisor potential transaction liability analysis
10/22/2012	Benjamin H. Weingarten	0.5	2	Review Platform bidder bidding agreement
10/22/2012	Benjamin H. Weingarten	1.5	2	Review revised DLJ Consortium APA
10/22/2012	Benjamin H. Weingarten	1.5	2	Whole Loan APA discussion with the Debtors' and bidders' advisors
10/22/2012	Benjamin H. Weingarten	1.0	2	Whole Loan collateral/file discussion with the Company
10/22/2012	Benjamin H. Weingarten	1.5	4	ResCap Board of Directors Meeting
10/22/2012	Benjamin H. Weingarten	2.0	11	Cure claim analysis work
10/22/2012	Jonathan R. Mattern	2.0	2	Internal meeting to discuss bids and review board slides
10/22/2012	Jonathan R. Mattern	1.0	2	Prepare documents for auctions
10/22/2012	Jonathan R. Mattern	4.0	2	Prepared Platform bidder financial wherewithal analysis
10/22/2012	Jonathan R. Mattern	1.0	2	Research on prospective Platform bidder's capital structure
10/22/2012	Jonathan R. Mattern	0.5	2	Review co-advisor potential transaction liability analysis
10/22/2012	Jonathan R. Mattern	0.5	2	Review Platform bidder bidding agreement
10/22/2012	Jonathan R. Mattern	1.5	2	Review revised DLJ Consortium APA
10/22/2012	Jonathan R. Mattern	1.5	2	Whole Loan APA discussion with the Debtors' and bidders' advisors
10/22/2012	Jonathan R. Mattern	1.0	2	Whole Loan collateral/file discussion with the Company
10/22/2012	Jonathan R. Mattern	1.5	4	ResCap Board of Directors Meeting
10/22/2012	Karn S. Chopra	1.0	2	Call with Nationstar to discuss changes to APA
10/22/2012	Karn S. Chopra	2.5	2	Drafted opening speech for Platform auction
10/22/2012	Karn S. Chopra	2.0	2	Internal meeting to discuss bids and review board slides
10/22/2012	Karn S. Chopra	0.5	2	Review co-advisor potential transaction liability analysis
10/22/2012	Karn S. Chopra	0.5	2	Review Platform bidder bidding agreement
10/22/2012	Karn S. Chopra	1.5	2	Review revised DLJ Consortium APA

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Date	Name	Hours	Legend #	Description
10/22/2012	Karn S. Chopra	1.0	2	Reviewed Platform bidder financial wherewithal analysis
10/22/2012	Karn S. Chopra	3.0	2	Various calls to discuss and negotiate DLJ Consortium APA
10/22/2012	Karn S. Chopra	1.5	2	Whole Loan APA discussion with the Debtors' and bidders' advisors
10/22/2012	Karn S. Chopra	1.0	2	Whole Loan collateral/file discussion with the Company
10/22/2012	Karn S. Chopra	1.5	3	Various calls with advisors to Ally and JSBs to discuss bids and auction dynamics
10/22/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/22/2012	Karn S. Chopra	1.5	4	ResCap Board of Directors Meeting
10/22/2012	Karn S. Chopra	2.0	11	Review of cure claim analysis work
10/22/2012	Marc D. Puntus	1.0	2	Call with Nationstar to discuss changes to APA
10/22/2012	Marc D. Puntus	2.0	2	Internal meeting to discuss bids and review board slides
10/22/2012	Marc D. Puntus	0.5	2	Review co-advisor potential transaction liability analysis
10/22/2012	Marc D. Puntus	0.5	2	Review Platform bidder bidding agreement
10/22/2012	Marc D. Puntus	1.5	2	Review revised DLJ Consortium APA
10/22/2012	Marc D. Puntus	1.0	2	Reviewed Platform bidder financial wherewithal analysis
10/22/2012	Marc D. Puntus	3.0	2	Various calls to discuss and negotiate DLJ Consortium APA
10/22/2012	Marc D. Puntus	1.5	2	Whole Loan APA discussion with the Debtors' and bidders' advisors
10/22/2012	Marc D. Puntus	1.5	3	Various calls with advisors to Ally and JSBs to discuss bids and auction dynamics
10/22/2012	Marc D. Puntus	0.5	4	Daily update call with management
10/22/2012	Marc D. Puntus	1.5	4	ResCap Board of Directors Meeting
10/22/2012	Marc D. Puntus	2.0	11	Review of cure claim analysis work
10/22/2012	Ryan Kielty	1.0	2	Call with Nationstar to discuss changes to APA
10/22/2012	Ryan Kielty	2.0	2	Internal meeting to discuss bids and review board slides
10/22/2012	Ryan Kielty	1.0	2	Prepare documents for auctions
10/22/2012	Ryan Kielty	1.0	2	Research on prospective Platform bidder's capital structure
10/22/2012	Ryan Kielty	0.5	2	Review co-advisor potential transaction liability analysis
10/22/2012	Ryan Kielty	0.5	2	Review Platform bidder bidding agreement
10/22/2012	Ryan Kielty	1.5	2	Review revised DLJ Consortium APA
10/22/2012	Ryan Kielty	1.0	2	Reviewed Platform bidder financial wherewithal analysis
10/22/2012	Ryan Kielty	3.0	2	Various calls to discuss and negotiate DLJ Consortium APA
10/22/2012	Ryan Kielty	1.5	2	Whole Loan APA discussion with the Debtors' and bidders' advisors
10/22/2012	Ryan Kielty	1.0	2	Whole Loan collateral/file discussion with the Company

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Date	Name	Hours	Legend #	Description
10/22/2012	Ryan Kielty	1.5	3	Various calls with advisors to Ally and JSBs to discuss bids and auction dynamics
10/22/2012	Ryan Kielty	0.5	4	Daily update call with management
10/22/2012	Ryan Kielty	1.5	4	ResCap Board of Directors Meeting
10/22/2012	Ryan Kielty	2.0	11	Review of cure claim analysis work
10/21/2012	Benjamin H. Weingarten	0.5	2	Prepared board deck slide
10/21/2012	Benjamin H. Weingarten	3.0	2	Prepared Platform bidder financial wherewithal analysis
10/21/2012	Benjamin H. Weingarten	0.5	2	PSA amendment purchase price analysis call with the Company
10/21/2012	Benjamin H. Weingarten	1.5	2	PSA amendment purchase price analysis work
10/21/2012	Benjamin H. Weingarten	2.5	2	Qualified bid review with the Company and its advisors
10/21/2012	Benjamin H. Weingarten	0.5	2	Review of co-advisor potential transaction liability analysis
10/21/2012	Benjamin H. Weingarten	1.0	2	Update call with the Debtors' advisors
10/21/2012	Benjamin H. Weingarten	1.0	3	Review UCC presentation for UCC advisors
10/21/2012	Benjamin H. Weingarten	1.0	11	Call to discuss advance projections with the Company and its advisors
10/21/2012	Benjamin H. Weingarten	1.0	11	Cure claim analysis review
10/21/2012	Benjamin H. Weingarten	4.0	11	Cure claim analysis work
10/21/2012	Jonathan R. Mattern	3.0	2	Prepared Platform bidder financial wherewithal analysis
10/21/2012	Jonathan R. Mattern	2.5	2	Qualified bid review with the Company and its advisors
10/21/2012	Jonathan R. Mattern	0.5	2	Review of co-advisor potential transaction liability analysis
10/21/2012	Jonathan R. Mattern	1.0	2	Update call with the Debtors' advisors
10/21/2012	Jonathan R. Mattern	3.0	2	Worked on liquidity/balance sheet snapshot document of Platform bidders
10/21/2012	Jonathan R. Mattern	1.0	3	Review UCC presentation for UCC advisors
10/21/2012	Jonathan R. Mattern	1.0	11	Call to discuss advance projections with the Company and its advisors
10/21/2012	Karn S. Chopra	1.5	2	Call to prepare for DLJ Consortium APA negotiations
10/21/2012	Karn S. Chopra	2.5	2	Call with DLJ Consortium to negotiate APA
10/21/2012	Karn S. Chopra	1.5	2	Call with Fortress/Nationstar to discuss Transaction Model
10/21/2012	Karn S. Chopra	2.0	2	Call with management to discuss qualified bids
10/21/2012	Karn S. Chopra	2.0	2	Call with Ocwen/Walter to discuss Transaction Model
10/21/2012	Karn S. Chopra	2.5	2	Qualified bid review with the Company and its advisors
10/21/2012	Karn S. Chopra	0.5	2	Review of co-advisor potential transaction liability analysis
10/21/2012	Karn S. Chopra	1.0	2	Review of PSA amendment purchase price analysis
10/21/2012	Karn S. Chopra	1.0	2	Update call with the Debtors' advisors

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
10/21/2012	Karn S. Chopra	1.5	3	Call with Moelis to discuss bids and next steps in advance of Board meeting
10/21/2012	Karn S. Chopra	1.5	3	Call with UCC to discuss revised Transaction Model
10/21/2012	Karn S. Chopra	1.0	3	Review UCC presentation for UCC advisors
10/21/2012	Karn S. Chopra	2.5	4	Continue work on board slides
10/21/2012	Karn S. Chopra	1.0	11	Call to discuss advance projections with the Company and its advisors
10/21/2012	Marc D. Puntus	1.5	2	Call to prepare for DLJ Consortium APA negotiations
10/21/2012	Marc D. Puntus	2.5	2	Call with DLJ Consortium to negotiate APA
10/21/2012	Marc D. Puntus	1.5	2	Call with Fortress/Nationstar to discuss Transaction Model
10/21/2012	Marc D. Puntus	2.0	2	Call with management to discuss qualified bids
10/21/2012	Marc D. Puntus	2.0	2	Call with Ocwen/Walter to discuss Transaction Model
10/21/2012	Marc D. Puntus	2.5	2	Qualified bid review with the Company and its advisors
10/21/2012	Marc D. Puntus	2.0	2	Review Board materials
10/21/2012	Marc D. Puntus	0.5	2	Review of co-advisor potential transaction liability analysis
10/21/2012	Marc D. Puntus	1.0	2	Review of PSA amendment purchase price analysis
10/21/2012	Marc D. Puntus	1.0	2	Update call with the Debtors' advisors
10/21/2012	Marc D. Puntus	1.5	3	Call with Moelis to discuss bids and next steps in advance of Board meeting
10/21/2012	Marc D. Puntus	1.5	3	Call with UCC to discuss revised Transaction Model
10/21/2012	Ryan Kielty	1.5	2	Call to prepare for DLJ Consortium APA negotiations
10/21/2012	Ryan Kielty	2.5	2	Call with DLJ Consortium to negotiate APA
10/21/2012	Ryan Kielty	1.5	2	Call with Fortress/Nationstar to discuss Transaction Model
10/21/2012	Ryan Kielty	2.0	2	Call with management to discuss qualified bids
10/21/2012	Ryan Kielty	2.0	2	Call with Ocwen/Walter to discuss Transaction Model
10/21/2012	Ryan Kielty	2.5	2	Qualified bid review with the Company and its advisors
10/21/2012	Ryan Kielty	0.5	2	Review of co-advisor potential transaction liability analysis
10/21/2012	Ryan Kielty	1.0	2	Review of Platform bidder balance sheet analysis
10/21/2012	Ryan Kielty	1.0	2	Review of PSA amendment purchase price analysis
10/21/2012	Ryan Kielty	1.0	2	Update call with the Debtors' advisors
10/21/2012	Ryan Kielty	1.5	3	Call with Moelis to discuss bids and next steps in advance of Board meeting
10/21/2012	Ryan Kielty	1.5	3	Call with UCC to discuss revised Transaction Model
10/21/2012	Ryan Kielty	1.0	3	Review UCC presentation for UCC advisors

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
10/21/2012	Ryan Kielty	1.0	11	Call to discuss advance projections with the Company and its advisors
10/20/2012	Benjamin H. Weingarten	0.5	2	Internal call on PSA amendment purchase price analysis
10/20/2012	Benjamin H. Weingarten	1.0	2	PSA amendment purchase price analysis call with the Company
10/20/2012	Benjamin H. Weingarten	8.0	2	PSA amendment purchase price analysis work
10/20/2012	Benjamin H. Weingarten	2.5	2	Qualified Bid review with the Company and its advisors
10/20/2012	Benjamin H. Weingarten	1.0	2	Review Board materials
10/20/2012	Benjamin H. Weingarten	0.5	2	Review co-advisor transaction model analysis
10/20/2012	Benjamin H. Weingarten	1.0	2	Review comparison of Whole Loan portfolio bids memo
10/20/2012	Benjamin H. Weingarten	5.5	2	Review of bids (APAs, commitment letters, etc.)
10/20/2012	Benjamin H. Weingarten	0.5	2	Review revised Whole Loan Sale Order
10/20/2012	Benjamin H. Weingarten	1.5	2	Review Whole Loan portfolio stratification
10/20/2012	Benjamin H. Weingarten	2.0	2	Whole Loan APA discussion with the Company and its advisors
10/20/2012	Benjamin H. Weingarten	1.0	3	Master servicing advances runoff call with the UCC and Debtors' advisors
10/20/2012	Benjamin H. Weingarten	1.0	3	Update call with the UCC
10/20/2012	Jonathan R. Mattern	4.0	2	Prepare Whole Loan portfolio stratification
10/20/2012	Jonathan R. Mattern	8.0	2	PSA amendment purchase price analysis work
10/20/2012	Jonathan R. Mattern	2.5	2	Qualified Bid review with the Company and its advisors
10/20/2012	Jonathan R. Mattern	1.0	2	Review Board materials
10/20/2012	Jonathan R. Mattern	0.5	2	Review co-advisor transaction model analysis
10/20/2012	Jonathan R. Mattern	1.0	2	Review comparison of Whole Loan portfolio bids memo
10/20/2012	Jonathan R. Mattern	5.5	2	Review of bids (APAs, commitment letters, etc.)
10/20/2012	Jonathan R. Mattern	0.5	2	Review revised Whole Loan Sale Order
10/20/2012	Jonathan R. Mattern	2.0	2	Whole Loan APA discussion with the Company and its advisors
10/20/2012	Jonathan R. Mattern	3.0	2	Worked on Board presentation
10/20/2012	Jonathan R. Mattern	1.0	3	Master servicing advances runoff call with the UCC and Debtors' advisors
10/20/2012	Jonathan R. Mattern	1.0	3	Update call with the UCC
10/20/2012	Karn S. Chopra	3.0	2	Call with management to discuss DLJ consortium APA
10/20/2012	Karn S. Chopra	2.0	2	Complete financial wherewithal analysis for Platform bidders
10/20/2012	Karn S. Chopra	0.5	2	Internal call on PSA amendment purchase price analysis
10/20/2012	Karn S. Chopra	2.5	2	Qualified Bid review with the Company and its advisors
10/20/2012	Karn S. Chopra	1.0	2	Review Board materials
10/20/2012	Karn S. Chopra	0.5	2	Review co-advisor transaction model analysis
10/20/2012	Karn S. Chopra	1.0	2	Review comparison of Whole Loan portfolio bids memo

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Date	Name	Hours	Legend #	Description
10/20/2012	Karn S. Chopra	1.5	2	Review master servicing run-off analysis
10/20/2012	Karn S. Chopra	5.5	2	Review of bids (APAs, commitment letters, etc.)
10/20/2012	Karn S. Chopra	0.5	2	Review revised Whole Loan Sale Order
10/20/2012	Karn S. Chopra	2.0	2	Whole Loan APA discussion with the Company and its advisors
10/20/2012	Karn S. Chopra	3.5	3	Call with UCC, JSB advisors, Ally advisors and others regarding bids received and next steps
10/20/2012	Karn S. Chopra	1.0	3	Master servicing advances runoff call with the UCC and Debtors' advisors
10/20/2012	Karn S. Chopra	1.0	3	Update call with the UCC
10/20/2012	Karn S. Chopra	2.5	4	Prepare slides for Board meeting
10/20/2012	Marc D. Puntus	3.0	2	Call with management to discuss DLJ consortium APA
10/20/2012	Marc D. Puntus	2.5	2	Qualified Bid review with the Company and its advisors
10/20/2012	Marc D. Puntus	1.0	2	Review Board materials
10/20/2012	Marc D. Puntus	0.5	2	Review co-advisor transaction model analysis
10/20/2012	Marc D. Puntus	1.0	2	Review comparison of Whole Loan portfolio bids memo
10/20/2012	Marc D. Puntus	1.5	2	Review master servicing run-off analysis
10/20/2012	Marc D. Puntus	5.5	2	Review of bids (APAs, commitment letters, etc.)
10/20/2012	Marc D. Puntus	0.5	2	Review revised Whole Loan Sale Order
10/20/2012	Marc D. Puntus	2.0	2	Whole Loan APA discussion with the Company and its advisors
10/20/2012	Marc D. Puntus	3.5	3	Call with UCC, JSB advisors, Ally advisors and others regarding bids received and next steps
10/20/2012	Marc D. Puntus	1.0	3	Master servicing advances runoff call with the UCC and Debtors' advisors
10/20/2012	Marc D. Puntus	1.0	3	Update call with the UCC
10/20/2012	Ryan Kielty	3.0	2	Call with management to discuss DLJ consortium APA
10/20/2012	Ryan Kielty	1.0	2	PSA amendment purchase price analysis call with the Company
10/20/2012	Ryan Kielty	2.5	2	Qualified Bid review with the Company and its advisors
10/20/2012	Ryan Kielty	1.0	2	Review Board materials
10/20/2012	Ryan Kielty	0.5	2	Review co-advisor transaction model analysis
10/20/2012	Ryan Kielty	1.0	2	Review comparison of Whole Loan portfolio bids memo
10/20/2012	Ryan Kielty	5.5	2	Review of bids (APAs, commitment letters, etc.)
10/20/2012	Ryan Kielty	0.5	2	Review revised Whole Loan Sale Order
10/20/2012	Ryan Kielty	2.0	2	Whole Loan APA discussion with the Company and its advisors
10/20/2012	Ryan Kielty	3.5	3	Call with UCC, JSB advisors, Ally advisors and others regarding bids received and next steps
10/20/2012	Ryan Kielty	1.0	3	Master servicing advances runoff call with the UCC and Debtors' advisors
10/20/2012	Ryan Kielty	1.0	3	Update call with the UCC

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Date	Name	Hours	Legend #	Description
10/19/2012	Benjamin H. Weingarten	1.0	2	Call on Master Servicing advances with the Company and its advisors
10/19/2012	Benjamin H. Weingarten	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/19/2012	Benjamin H. Weingarten	1.5	2	Drafted PSA amendment process slide for the Company
10/19/2012	Benjamin H. Weingarten	2.0	2	Follow-up calls with the Company regarding PSA amendment purchase price analysis
10/19/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation
10/19/2012	Benjamin H. Weingarten	3.0	2	Prepared draft PSA amendment purchase price analysis by deal for company
10/19/2012	Benjamin H. Weingarten	0.5	2	Prepared revised Whole Loan purchase price analysis for the Company
10/19/2012	Benjamin H. Weingarten	3.0	2	PSA amendment purchase price analysis work
10/19/2012	Benjamin H. Weingarten	4.0	2	Review APA tapes
10/19/2012	Benjamin H. Weingarten	0.5	2	Review Company PSA amendment analysis
10/19/2012	Benjamin H. Weingarten	0.5	2	Review comparison of Platform bids memo
10/19/2012	Benjamin H. Weingarten	1.5	2	Review of updated Transaction Model
10/19/2012	Benjamin H. Weingarten	5.0	2	Review Qualified Bids
10/19/2012	Benjamin H. Weingarten	0.5	2	Review updated Platform APA schedules
10/19/2012	Benjamin H. Weingarten	2.5	11	Cure claim and sale strategy call with the Company and its advisors
10/19/2012	Benjamin H. Weingarten	2.0	11	Prepared cure claim analysis for co-advisors
10/19/2012	Jonathan R. Mattern	1.0	2	Call on Master Servicing advances with the Company and its advisors
10/19/2012	Jonathan R. Mattern	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/19/2012	Jonathan R. Mattern	1.0	2	Platform diligence facilitation
10/19/2012	Jonathan R. Mattern	2.5	2	Preparation of Platform APA schedules
10/19/2012	Jonathan R. Mattern	1.0	2	Prepared Qualified Bid documents
10/19/2012	Jonathan R. Mattern	4.0	2	Review APA tapes
10/19/2012	Jonathan R. Mattern	0.5	2	Review Company PSA amendment analysis
10/19/2012	Jonathan R. Mattern	0.5	2	Review comparison of Platform bids memo
10/19/2012	Jonathan R. Mattern	1.5	2	Review of updated Transaction Model
10/19/2012	Jonathan R. Mattern	5.0	2	Review Qualified Bids
10/19/2012	Jonathan R. Mattern	4.0	2	Worked on liquidity/balance sheet snapshot document of Platform bidders
10/19/2012	Jonathan R. Mattern	2.0	3	Prepared analysis on master servicing advances runoff
10/19/2012	Jonathan R. Mattern	2.5	11	Cure claim and sale strategy call with the Company and its advisors
10/19/2012	Karn S. Chopra	1.0	2	Call on Master Servicing advances with the Company and its advisors
10/19/2012	Karn S. Chopra	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/19/2012	Karn S. Chopra	0.5	2	Call to discuss FGIC cure objection
10/19/2012	Karn S. Chopra	1.5	2	Follow-up discussion on PSA amendments
10/19/2012	Karn S. Chopra	0.5	2	Review Company PSA amendment analysis

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Date	Name	Hours	Legend #	Description
10/19/2012	Karn S. Chopra	0.5	2	Review comparison of Platform bids memo
10/19/2012	Karn S. Chopra	1.5	2	Review of updated Transaction Model
10/19/2012	Karn S. Chopra	5.0	2	Review Qualified Bids
10/19/2012	Karn S. Chopra	0.5	2	Review updated Platform APA schedules
10/19/2012	Karn S. Chopra	1.0	3	Call with Moelis to discuss auction dynamics
10/19/2012	Karn S. Chopra	0.5	3	Call with UCC to discuss master servicing advances
10/19/2012	Karn S. Chopra	3.5	4	Meeting with management to discuss review of bids
10/19/2012	Karn S. Chopra	2.5	11	Cure claim and sale strategy call with the Company and its advisors
10/19/2012	Karn S. Chopra	1.0	11	Review of cure claim analysis
10/19/2012	Karn S. Chopra	1.0	11	Reviewed cure claim analysis for co-advisors
10/19/2012	Marc D. Puntus	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/19/2012	Marc D. Puntus	0.5	2	Call to discuss FGIC cure objection
10/19/2012	Marc D. Puntus	1.5	2	Follow-up discussion on PSA amendments
10/19/2012	Marc D. Puntus	0.5	2	Review Company PSA amendment analysis
10/19/2012	Marc D. Puntus	0.5	2	Review comparison of Platform bids memo
10/19/2012	Marc D. Puntus	1.5	2	Review of updated Transaction Model
10/19/2012	Marc D. Puntus	5.0	2	Review Qualified Bids
10/19/2012	Marc D. Puntus	1.0	3	Call with Moelis to discuss auction dynamics
10/19/2012	Marc D. Puntus	0.5	3	Call with UCC to discuss master servicing advances
10/19/2012	Marc D. Puntus	3.5	4	Meeting with management to discuss review of bids
10/19/2012	Marc D. Puntus	2.5	11	Cure claim and sale strategy call with the Company and its advisors
10/19/2012	Marc D. Puntus	1.0	11	Reviewed cure claim analysis for co-advisors
10/19/2012	Ryan Kielty	1.0	2	Call on Master Servicing advances with the Company and its advisors
10/19/2012	Ryan Kielty	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/19/2012	Ryan Kielty	0.5	2	Call to discuss FGIC cure objection
10/19/2012	Ryan Kielty	1.5	2	Follow-up discussion on PSA amendments
10/19/2012	Ryan Kielty	1.0	2	Platform diligence facilitation
10/19/2012	Ryan Kielty	0.5	2	Prepared revised Whole Loan purchase price analysis for the Company
10/19/2012	Ryan Kielty	0.5	2	Review Company PSA amendment analysis
10/19/2012	Ryan Kielty	0.5	2	Review comparison of Platform bids memo
10/19/2012	Ryan Kielty	1.5	2	Review of updated Transaction Model
10/19/2012	Ryan Kielty	5.0	2	Review Qualified Bids
10/19/2012	Ryan Kielty	0.5	2	Review updated Platform APA schedules
10/19/2012	Ryan Kielty	1.0	3	Call with Moelis to discuss auction dynamics
10/19/2012	Ryan Kielty	0.5	3	Call with UCC to discuss master servicing advances
10/19/2012	Ryan Kielty	2.0	3	Prepared analysis on master servicing advances runoff

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Date	Name	Hours	Legend #	Description
10/19/2012	Ryan Kielty	3.5	4	Meeting with management to discuss review of bids
10/19/2012	Ryan Kielty	2.5	11	Cure claim and sale strategy call with the Company and its advisors
10/19/2012	Ryan Kielty	1.0	11	Reviewed cure claim analysis for co-advisors
10/18/2012	Benjamin H. Weingarten	0.5	1	Interim fee application revision
10/18/2012	Benjamin H. Weingarten	2.0	2	APA tape preparation
10/18/2012	Benjamin H. Weingarten	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/18/2012	Benjamin H. Weingarten	1.0	2	Call on Whole Loan accrued interest with the Company
10/18/2012	Benjamin H. Weingarten	1.0	2	Internal auction preparation discussion
10/18/2012	Benjamin H. Weingarten	0.5	2	Internal meeting to discuss review of qualified bids
10/18/2012	Benjamin H. Weingarten	0.5	2	Prepared Whole Loan portfolio purchase price analysis for the Company
10/18/2012	Benjamin H. Weingarten	1.0	2	PSA amendment purchase price analysis work
10/18/2012	Benjamin H. Weingarten	0.5	2	Review Company analysis on PSA amendment provision
10/18/2012	Benjamin H. Weingarten	0.5	2	Review Company data on operational considerations for lookback remediation
10/18/2012	Benjamin H. Weingarten	1.0	2	Review internal memos on key auction topics
10/18/2012	Benjamin H. Weingarten	0.5	2	Review Platform open issues memo
10/18/2012	Benjamin H. Weingarten	0.5	11	Internal discussion regarding cure claim analysis
10/18/2012	Benjamin H. Weingarten	0.5	11	Review JSB letter
10/18/2012	Benjamin H. Weingarten	1.0	11	Review of master servicing runoff analysis
10/18/2012	Benjamin H. Weingarten	5.0	11	Work on cure claim analysis
10/18/2012	Jonathan R. Mattern	2.0	2	APA tape preparation
10/18/2012	Jonathan R. Mattern	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/18/2012	Jonathan R. Mattern	1.0	2	Call on Whole Loan accrued interest with the Company
10/18/2012	Jonathan R. Mattern	1.0	2	Internal auction preparation discussion
10/18/2012	Jonathan R. Mattern	0.5	2	Internal meeting to discuss review of qualified bids
10/18/2012	Jonathan R. Mattern	0.5	2	Prepared Whole Loan portfolio purchase price analysis for the Company
10/18/2012	Jonathan R. Mattern	0.5	2	Review Company data on operational considerations for lookback remediation
10/18/2012	Jonathan R. Mattern	1.0	2	Review internal memos on key auction topics
10/18/2012	Jonathan R. Mattern	0.5	2	Review Platform open issues memo
10/18/2012	Jonathan R. Mattern	0.5	11	Review JSB letter
10/18/2012	Jonathan R. Mattern	1.0	11	Review of master servicing runoff analysis
10/18/2012	Karn S. Chopra	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/18/2012	Karn S. Chopra	1.0	2	Call on Whole Loan accrued interest with the Company
10/18/2012	Karn S. Chopra	0.5	2	Call to discuss Fannie/Freddie cure objections

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Date	Name	Hours	Legend #	Description
10/18/2012	Karn S. Chopra	0.5	2	Call with Fannie Mae to seek support for upcoming auction
10/18/2012	Karn S. Chopra	1.5	2	Call with Fortress/Nationstar to discuss next steps in sale process
10/18/2012	Karn S. Chopra	0.5	2	Call with Freddie Mac to seek support for upcoming auction
10/18/2012	Karn S. Chopra	0.5	2	Call with Ginnie Mae to seek support for upcoming auction
10/18/2012	Karn S. Chopra	1.5	2	Call with management to discuss FHA/VA loan sale
10/18/2012	Karn S. Chopra	1.5	2	Call with Ocwen/Walter to discuss APA and committed financing
10/18/2012	Karn S. Chopra	1.0	2	Internal auction preparation discussion
10/18/2012	Karn S. Chopra	0.5	2	Internal meeting to discuss review of qualified bids
10/18/2012	Karn S. Chopra	2.5	2	Prepare financial wherewithal analysis for Platform bidders
10/18/2012	Karn S. Chopra	0.5	2	Review Company data on operational considerations for lookback remediation
10/18/2012	Karn S. Chopra	1.0	2	Review internal memos on key auction topics
10/18/2012	Karn S. Chopra	0.5	2	Review Platform open issues memo
10/18/2012	Karn S. Chopra	1.0	2	Review updated Transaction Model
10/18/2012	Karn S. Chopra	1.0	6	Meeting with counsel to discuss 9019 document collection
10/18/2012	Karn S. Chopra	0.5	11	Internal discussion regarding cure claim analysis
10/18/2012	Karn S. Chopra	0.5	11	Review JSB letter
10/18/2012	Karn S. Chopra	1.0	11	Review of master servicing runoff analysis
10/18/2012	Marc D. Puntus	0.5	2	Call to discuss Fannie/Freddie cure objections
10/18/2012	Marc D. Puntus	0.5	2	Call with Fannie Mae to seek support for upcoming auction
10/18/2012	Marc D. Puntus	1.5	2	Call with Fortress/Nationstar to discuss next steps in sale process
10/18/2012	Marc D. Puntus	0.5	2	Call with Freddie Mac to seek support for upcoming auction
10/18/2012	Marc D. Puntus	0.5	2	Call with Ginnie Mae to seek support for upcoming auction
10/18/2012	Marc D. Puntus	1.5	2	Call with management to discuss FHA/VA loan sale
10/18/2012	Marc D. Puntus	1.5	2	Call with Ocwen/Walter to discuss APA and committed financing
10/18/2012	Marc D. Puntus	1.0	2	Internal auction preparation discussion
10/18/2012	Marc D. Puntus	0.5	2	Internal meeting to discuss review of qualified bids
10/18/2012	Marc D. Puntus	0.5	2	Review Company data on operational considerations for lookback remediation
10/18/2012	Marc D. Puntus	0.5	2	Review Platform open issues memo
10/18/2012	Marc D. Puntus	1.0	2	Review updated Transaction Model
10/18/2012	Marc D. Puntus	1.0	6	Meeting with counsel to discuss 9019 document collection

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Date	Name	Hours	Legend #	Description
10/18/2012	Marc D. Puntus	0.5	11	Review JSB letter
10/18/2012	Ryan Kielty	1.5	1	Review and revision of interim fee application
10/18/2012	Ryan Kielty	0.5	2	Call on PSA amendment purchase price analysis with the Company
10/18/2012	Ryan Kielty	1.0	2	Call on Whole Loan accrued interest with the Company
10/18/2012	Ryan Kielty	0.5	2	Call to discuss Fannie/Freddie cure objections
10/18/2012	Ryan Kielty	0.5	2	Call with Fannie Mae to seek support for upcoming auction
10/18/2012	Ryan Kielty	1.5	2	Call with Fortress/Nationstar to discuss next steps in sale process
10/18/2012	Ryan Kielty	0.5	2	Call with Freddie Mac to seek support for upcoming auction
10/18/2012	Ryan Kielty	0.5	2	Call with Ginnie Mae to seek support for upcoming auction
10/18/2012	Ryan Kielty	1.5	2	Call with management to discuss FHA/VA loan sale
10/18/2012	Ryan Kielty	1.5	2	Call with Ocwen/Walter to discuss APA and committed financing
10/18/2012	Ryan Kielty	1.0	2	Internal auction preparation discussion
10/18/2012	Ryan Kielty	0.5	2	Internal meeting to discuss review of qualified bids
10/18/2012	Ryan Kielty	3.0	2	Preparation of internal memo on key Whole Loan portfolio auction topics
10/18/2012	Ryan Kielty	0.5	2	Prepared Whole Loan portfolio purchase price analysis for the Company
10/18/2012	Ryan Kielty	0.5	2	Review Company data on operational considerations for lookback remediation
10/18/2012	Ryan Kielty	0.5	2	Review Platform open issues memo
10/18/2012	Ryan Kielty	1.0	2	Review updated Transaction Model
10/18/2012	Ryan Kielty	1.0	6	Meeting with counsel to discuss 9019 document collection
10/18/2012	Ryan Kielty	0.5	11	Internal discussion regarding cure claim analysis
10/18/2012	Ryan Kielty	0.5	11	Review JSB letter
10/18/2012	Ryan Kielty	1.0	11	Review of cure claim analysis
10/18/2012	Ryan Kielty	1.0	11	Review of master servicing runoff analysis
10/17/2012	Benjamin H. Weingarten	2.0	1	Timesheet work
10/17/2012	Benjamin H. Weingarten	1.0	2	Call on PSA amendment purchase price analysis with the Company
10/17/2012	Benjamin H. Weingarten	1.0	2	Internal auction preparation discussion
10/17/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation
10/17/2012	Benjamin H. Weingarten	3.0	2	Preparation of internal memo on key Platform auction topics
10/17/2012	Benjamin H. Weingarten	0.5	2	Prepared additional trading securities schedule for Whole Loan bidders
10/17/2012	Benjamin H. Weingarten	0.5	2	Prepared Platform purchase price analysis for the Company
10/17/2012	Benjamin H. Weingarten	3.5	2	PSA amendment purchase price analysis work
10/17/2012	Benjamin H. Weingarten	2.0	2	Whole Loan portfolio diligence facilitation

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
10/17/2012	Benjamin H. Weingarten	1.5	2	Whole Loan portfolio stratification review
10/17/2012	Benjamin H. Weingarten	1.0	11	Cure claim analysis work
10/17/2012	Jonathan R. Mattern	1.0	2	Call on PSA amendment purchase price analysis with the Company
10/17/2012	Jonathan R. Mattern	1.0	2	Dataroom work
10/17/2012	Jonathan R. Mattern	1.0	2	Internal auction preparation discussion
10/17/2012	Jonathan R. Mattern	2.0	2	Platform diligence facilitation
10/17/2012	Jonathan R. Mattern	3.0	2	Preparation of internal memo on key Platform auction topics
10/17/2012	Jonathan R. Mattern	0.5	2	Prepared Platform purchase price analysis for the Company
10/17/2012	Jonathan R. Mattern	2.0	2	Whole Loan portfolio diligence facilitation
10/17/2012	Karn S. Chopra	2.5	1	Attended ResCap hearing
10/17/2012	Karn S. Chopra	1.0	2	Call with management to discuss Ally Bank MSR
10/17/2012	Karn S. Chopra	1.0	2	Call with Platform bidders about committed financing
10/17/2012	Karn S. Chopra	1.0	2	Follow-up discussion on Transaction Model with UCC
10/17/2012	Karn S. Chopra	1.0	2	Internal auction preparation discussion
10/17/2012	Karn S. Chopra	2.0	2	Platform diligence facilitation
10/17/2012	Karn S. Chopra	3.0	2	Preparation of internal memo on key Platform auction topics
10/17/2012	Karn S. Chopra	2.0	2	Whole Loan portfolio diligence facilitation
10/17/2012	Karn S. Chopra	1.5	3	Weekly UCC update call
10/17/2012	Karn S. Chopra	0.5	4	Call with management to discuss compensatory fees
10/17/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/17/2012	Karn S. Chopra	1.5	11	Call with Debtors advisors to discuss case strategy
10/17/2012	Marc D. Puntus	2.5	1	Attended ResCap hearing
10/17/2012	Marc D. Puntus	1.0	2	Call with management to discuss Ally Bank MSR
10/17/2012	Marc D. Puntus	1.0	2	Call with Platform bidders about committed financing
10/17/2012	Marc D. Puntus	1.0	2	Follow-up discussion on Transaction Model with UCC
10/17/2012	Marc D. Puntus	1.5	3	Weekly UCC update call
10/17/2012	Marc D. Puntus	0.5	4	Call with management to discuss compensatory fees
10/17/2012	Marc D. Puntus	0.5	4	Daily update call with management
10/17/2012	Marc D. Puntus	1.5	11	Call with Debtors advisors to discuss case strategy
10/17/2012	Ryan Kielty	1.0	2	Call on PSA amendment purchase price analysis with the Company
10/17/2012	Ryan Kielty	1.0	2	Call with management to discuss Ally Bank MSR
10/17/2012	Ryan Kielty	1.0	2	Call with Platform bidders about committed financing
10/17/2012	Ryan Kielty	1.0	2	Follow-up discussion on Transaction Model with UCC

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Date	Name	Hours	Legend #	Description
10/17/2012	Ryan Kielty	1.0	2	Internal auction preparation discussion
10/17/2012	Ryan Kielty	2.0	2	Platform diligence facilitation
10/17/2012	Ryan Kielty	3.0	2	Preparation of internal memo on key Platform auction topics
10/17/2012	Ryan Kielty	0.5	2	Prepared additional trading securities schedule for Whole Loan bidders
10/17/2012	Ryan Kielty	0.5	2	Prepared Platform purchase price analysis for the Company
10/17/2012	Ryan Kielty	2.0	2	Whole Loan portfolio diligence facilitation
10/17/2012	Ryan Kielty	1.5	3	Weekly UCC update call
10/17/2012	Ryan Kielty	0.5	4	Call with management to discuss compensatory fees
10/17/2012	Ryan Kielty	0.5	4	Daily update call with management
10/17/2012	Ryan Kielty	1.5	11	Call with Debtors advisors to discuss case strategy
10/17/2012	Ryan Kielty	1.0	11	Cure claim analysis work
10/16/2012	Benjamin H. Weingarten	5.0	1	Timesheet work
10/16/2012	Benjamin H. Weingarten	1.0	2	Call with the Company on PSA amendment purchase price analysis
10/16/2012	Benjamin H. Weingarten	0.5	2	Call with the Company regarding trading securities schedule
10/16/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
10/16/2012	Benjamin H. Weingarten	1.0	2	Diligence call with prospectice Whole Loan bidder
10/16/2012	Benjamin H. Weingarten	1.0	2	Discussion on Platform bid with Debtors' advisors
10/16/2012	Benjamin H. Weingarten	1.0	2	Follow-up call on PSA amendment process/purchase price analysis with the Company
10/16/2012	Benjamin H. Weingarten	2.5	2	Internal meeting to prepare for upcoming auctions
10/16/2012	Benjamin H. Weingarten	2.0	2	Prepare Whole Loan tape comparison analysis for the Company
10/16/2012	Benjamin H. Weingarten	1.0	2	PSA amendment process call with the Company and its advisors
10/16/2012	Benjamin H. Weingarten	1.0	2	Review of Whole Loan APA open issues
10/16/2012	Benjamin H. Weingarten	0.5	2	Review Whole Loan portfolio stratification
10/16/2012	Benjamin H. Weingarten	2.0	2	SBO Whole Loan portfolio analysis work
10/16/2012	Benjamin H. Weingarten	2.5	2	Whole Loan portfolio diligence facilitation
10/16/2012	Benjamin H. Weingarten	0.5	10	Reviewed Company 2013 origination forecast
10/16/2012	Jonathan R. Mattern	5.0	1	Timesheet work
10/16/2012	Jonathan R. Mattern	1.0	2	Dataroom work
10/16/2012	Jonathan R. Mattern	1.0	2	Discussion on Platform bid with Debtors' advisors
10/16/2012	Jonathan R. Mattern	1.0	2	Follow-up call on PSA amendment process/purchase price analysis with the Company
10/16/2012	Jonathan R. Mattern	2.5	2	Internal meeting to prepare for upcoming auctions
10/16/2012	Jonathan R. Mattern	3.0	2	Internal PSA amendment analysis

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Date	Name	Hours	Legend #	Description
10/16/2012	Jonathan R. Mattern	1.0	2	PSA amendment process call with the Company and its advisors
10/16/2012	Jonathan R. Mattern	1.0	2	Review of Whole Loan APA open issues
10/16/2012	Jonathan R. Mattern	0.5	2	Review Whole Loan portfolio stratification
10/16/2012	Jonathan R. Mattern	2.5	2	Whole Loan portfolio diligence facilitation
10/16/2012	Jonathan R. Mattern	0.5	10	Reviewed Company 2013 origination forecast
10/16/2012	Karn S. Chopra	1.0	2	Discussion on Platform bid with Debtors' advisors
10/16/2012	Karn S. Chopra	1.0	2	Follow-up call on PSA amendment process/purchase price analysis with the Company
10/16/2012	Karn S. Chopra	2.5	2	Internal meeting to prepare for upcoming auctions
10/16/2012	Karn S. Chopra	2.0	2	Meeting with management to discuss progress on PSA amendments
10/16/2012	Karn S. Chopra	3.5	2	Meeting with UCC to walk through Transaction Model
10/16/2012	Karn S. Chopra	1.0	2	PSA amendment process call with the Company and its advisors
10/16/2012	Karn S. Chopra	1.0	2	Review of Whole Loan APA open issues
10/16/2012	Karn S. Chopra	0.5	2	Review Whole Loan portfolio stratification
10/16/2012	Karn S. Chopra	3.5	7	Meeting with JSB advisors to begin POR negotiations
10/16/2012	Karn S. Chopra	0.5	10	Reviewed Company 2013 origination forecast
10/16/2012	Marc D. Puntus	1.0	2	Discussion on Platform bid with Debtors' advisors
10/16/2012	Marc D. Puntus	2.5	2	Internal meeting to prepare for upcoming auctions
10/16/2012	Marc D. Puntus	2.0	2	Meeting with management to discuss progress on PSA amendments
10/16/2012	Marc D. Puntus	3.5	2	Meeting with UCC to walk through Transaction Model
10/16/2012	Marc D. Puntus	3.5	7	Meeting with JSB advisors to begin POR negotiations
10/16/2012	Ryan Kielty	1.0	2	Discussion on Platform bid with Debtors' advisors
10/16/2012	Ryan Kielty	1.0	2	Follow-up call on PSA amendment process/purchase price analysis with the Company
10/16/2012	Ryan Kielty	2.5	2	Internal meeting to prepare for upcoming auctions
10/16/2012	Ryan Kielty	2.0	2	Meeting with management to discuss progress on PSA amendments
10/16/2012	Ryan Kielty	3.5	2	Meeting with UCC to walk through Transaction Model
10/16/2012	Ryan Kielty	1.0	2	PSA amendment process call with the Company and its advisors
10/16/2012	Ryan Kielty	1.0	2	Review of Whole Loan APA open issues
10/16/2012	Ryan Kielty	0.5	2	Review Whole Loan portfolio stratification
10/16/2012	Ryan Kielty	2.0	2	SBO Whole Loan portfolio analysis work
10/16/2012	Ryan Kielty	2.5	2	Whole Loan portfolio diligence facilitation

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Date	Name	Hours	Legend #	Description
10/16/2012	Ryan Kielty	3.5	7	Meeting with JSB advisors to begin POR negotiations
10/16/2012	Ryan Kielty	0.5	10	Reviewed Company 2013 origination forecast
10/15/2012	Benjamin H. Weingarten	3.0	1	Timesheet work
10/15/2012	Benjamin H. Weingarten	0.5	2	Call with discuss Ambac cure objection
10/15/2012	Benjamin H. Weingarten	0.5	2	Call with the Company on Whole Loan portfolio accrued interest calculation
10/15/2012	Benjamin H. Weingarten	0.5	2	Draft PSA Amendment analysis email
10/15/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation
10/15/2012	Benjamin H. Weingarten	0.5	2	Prepare Whole Loan tape for Company
10/15/2012	Benjamin H. Weingarten	1.0	2	Review Company Platform diligence responses
10/15/2012	Benjamin H. Weingarten	2.5	2	Review latest version of Transaction Model
10/15/2012	Benjamin H. Weingarten	1.0	3	Call with Citi and its counsel to discuss Fannie/Freddie cure claims
10/15/2012	Benjamin H. Weingarten	1.0	3	Calls with co-advisor on purchase price analysis
10/15/2012	Benjamin H. Weingarten	1.0	3	Review of co-advisor purchase price analysis
10/15/2012	Benjamin H. Weingarten	2.5	10	Work on business plan analysis
10/15/2012	Jonathan R. Mattern	3.0	1	Timesheet work
10/15/2012	Jonathan R. Mattern	0.5	2	Call with discuss Ambac cure objection
10/15/2012	Jonathan R. Mattern	1.0	2	Dataroom work
10/15/2012	Jonathan R. Mattern	5.0	2	Internal PSA amendment analysis
10/15/2012	Jonathan R. Mattern	2.0	2	Platform diligence facilitation
10/15/2012	Jonathan R. Mattern	1.0	2	Review Company Platform diligence responses
10/15/2012	Jonathan R. Mattern	2.5	2	Review latest version of Transaction Model
10/15/2012	Jonathan R. Mattern	1.0	3	Call with Citi and its counsel to discuss Fannie/Freddie cure claims
10/15/2012	Jonathan R. Mattern	1.0	3	Review of co-advisor purchase price analysis
10/15/2012	Karn S. Chopra	5.0	1	Review and revise interim fee application
10/15/2012	Karn S. Chopra	0.5	2	Call with discuss Ambac cure objection
10/15/2012	Karn S. Chopra	2.0	2	Call with Ocwen/Walter and counsel to discuss APA
10/15/2012	Karn S. Chopra	0.5	2	Draft PSA Amendment analysis email
10/15/2012	Karn S. Chopra	2.5	2	Review latest version of Transaction Model
10/15/2012	Karn S. Chopra	1.0	3	Call with Citi and its counsel to discuss Fannie/Freddie cure claims
10/15/2012	Karn S. Chopra	1.0	3	Review of co-advisor purchase price analysis
10/15/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/15/2012	Karn S. Chopra	2.0	4	Meeting with management to discuss Transaction Model
10/15/2012	Karn S. Chopra	0.5	5	Finalize DIP amendment
10/15/2012	Marc D. Puntus	0.5	2	Call with discuss Ambac cure objection
10/15/2012	Marc D. Puntus	2.0	2	Call with Ocwen/Walter and counsel to discuss APA
10/15/2012	Marc D. Puntus	2.5	2	Review latest version of Transaction Model
10/15/2012	Marc D. Puntus	1.0	3	Call with Citi and its counsel to discuss Fannie/Freddie cure claims
10/15/2012	Marc D. Puntus	0.5	4	Daily update call with management

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Date	Name	Hours	Legend #	Description
10/15/2012	Marc D. Puntus	2.0	4	Meeting with management to discuss Transaction Model
10/15/2012	Marc D. Puntus	0.5	5	Finalize DIP amendment
10/15/2012	Ryan Kielty	5.0	1	Review and revise interim fee application
10/15/2012	Ryan Kielty	0.5	2	Call with discuss Ambac cure objection
10/15/2012	Ryan Kielty	2.0	2	Call with Ocwen/Walter and counsel to discuss APA
10/15/2012	Ryan Kielty	2.0	2	Platform diligence facilitation
10/15/2012	Ryan Kielty	1.0	2	Review Company Platform diligence responses
10/15/2012	Ryan Kielty	2.5	2	Review latest version of Transaction Model
10/15/2012	Ryan Kielty	1.0	3	Call with Citi and its counsel to discuss Fannie/Freddie cure claims
10/15/2012	Ryan Kielty	1.0	3	Review of co-advisor purchase price analysis
10/15/2012	Ryan Kielty	0.5	4	Daily update call with management
10/15/2012	Ryan Kielty	2.0	4	Meeting with management to discuss Transaction Model
10/14/2012	Benjamin H. Weingarten	0.5	2	Internal call on outstanding analyses
10/14/2012	Benjamin H. Weingarten	2.5	2	Platform diligence facilitation
10/14/2012	Benjamin H. Weingarten	2.5	2	Whole Loan portfolio diligence facilitation
10/14/2012	Jonathan R. Mattern	0.5	2	Internal call on outstanding analyses
10/14/2012	Jonathan R. Mattern	4.0	2	Internal PSA amendment analysis
10/14/2012	Jonathan R. Mattern	2.5	2	Platform diligence facilitation
10/14/2012	Jonathan R. Mattern	2.5	2	Whole Loan portfolio diligence facilitation
10/14/2012	Karn S. Chopra	1.5	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/14/2012	Marc D. Puntus	1.5	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/14/2012	Ryan Kielty	2.5	2	Platform diligence facilitation
10/14/2012	Ryan Kielty	1.5	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/14/2012	Ryan Kielty	2.5	2	Whole Loan portfolio diligence facilitation
10/13/2012	Benjamin H. Weingarten	4.0	1	Draft interim fee application
10/13/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation
10/13/2012	Jonathan R. Mattern	3.0	2	Compiled internal database for entire loan list
10/13/2012	Jonathan R. Mattern	1.0	2	Platform diligence facilitation
10/13/2012	Jonathan R. Mattern	2.0	3	Reviewed co-advisor asset schedule projections and purchase price analysis
10/13/2012	Karn S. Chopra	3.0	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/13/2012	Marc D. Puntus	3.0	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/13/2012	Ryan Kielty	1.0	2	Platform diligence facilitation
10/13/2012	Ryan Kielty	3.0	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/12/2012	Benjamin H. Weingarten	5.0	1	Draft interim fee application
10/12/2012	Benjamin H. Weingarten	1.0	2	Call with Debtors advisors to discuss cure objections
10/12/2012	Benjamin H. Weingarten	0.5	2	Dataroom work

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Date	Name	Hours	Legend #	Description
10/12/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation
10/12/2012	Benjamin H. Weingarten	4.0	2	PSA amendment purchase price analysis work
10/12/2012	Benjamin H. Weingarten	1.0	2	Review emails regarding Whole Loan bidder advisor inquiries
10/12/2012	Benjamin H. Weingarten	1.0	2	Review of refreshed Whole Loan portfolio litigation schedule
10/12/2012	Benjamin H. Weingarten	1.5	2	Whole Loan diligence facilitation
10/12/2012	Benjamin H. Weingarten	0.5	3	Prepared weekly bidder update
10/12/2012	Benjamin H. Weingarten	1.0	3	Reviewed co-advisor purchase price analysis
10/12/2012	Benjamin H. Weingarten	1.0	4	Internal meeting to prepare for Board meeting
10/12/2012	Benjamin H. Weingarten	3.0	4	ResCap Board of Directors Meeting
10/12/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/12/2012	Jonathan R. Mattern	2.0	2	Platform diligence facilitation
10/12/2012	Jonathan R. Mattern	4.0	2	PSA amendment purchase price analysis work
10/12/2012	Jonathan R. Mattern	1.0	2	Review emails regarding Whole Loan bidder advisor inquiries
10/12/2012	Jonathan R. Mattern	1.0	2	Review of refreshed Whole Loan portfolio litigation schedule
10/12/2012	Jonathan R. Mattern	1.5	2	Whole Loan diligence facilitation
10/12/2012	Jonathan R. Mattern	0.5	3	Prepared weekly bidder update
10/12/2012	Jonathan R. Mattern	1.0	3	Reviewed co-advisor purchase price analysis
10/12/2012	Jonathan R. Mattern	1.0	4	Internal meeting to prepare for Board meeting
10/12/2012	Jonathan R. Mattern	3.0	4	ResCap Board of Directors Meeting
10/12/2012	Karn S. Chopra	1.0	2	Call with Debtors advisors to discuss cure objections
10/12/2012	Karn S. Chopra	1.0	2	Review emails regarding Whole Loan bidder advisor inquiries
10/12/2012	Karn S. Chopra	4.5	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/12/2012	Karn S. Chopra	1.5	2	Whole Loan diligence facilitation
10/12/2012	Karn S. Chopra	0.5	3	Prepared weekly bidder update
10/12/2012	Karn S. Chopra	1.0	3	Reviewed co-advisor purchase price analysis
10/12/2012	Karn S. Chopra	1.0	4	Internal meeting to prepare for Board meeting
10/12/2012	Karn S. Chopra	3.0	4	ResCap Board of Directors Meeting
10/12/2012	Marc D. Puntus	1.0	2	Call with Debtors advisors to discuss cure objections
10/12/2012	Marc D. Puntus	1.0	2	Review emails regarding Whole Loan bidder advisor inquiries
10/12/2012	Marc D. Puntus	4.5	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/12/2012	Marc D. Puntus	0.5	3	Prepared weekly bidder update
10/12/2012	Marc D. Puntus	1.0	4	Internal meeting to prepare for Board meeting
10/12/2012	Marc D. Puntus	3.0	4	ResCap Board of Directors Meeting
10/12/2012	Ryan Kielty	1.0	2	Call with Debtors advisors to discuss cure objections
10/12/2012	Ryan Kielty	2.0	2	Platform diligence facilitation
10/12/2012	Ryan Kielty	4.0	2	PSA amendment purchase price analysis work

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Date	Name	Hours	Legend #	Description
10/12/2012	Ryan Kielty	1.0	2	Review emails regarding Whole Loan bidder advisor inquiries
10/12/2012	Ryan Kielty	1.0	2	Review of refreshed Whole Loan portfolio litigation schedule
10/12/2012	Ryan Kielty	4.5	2	Various calls with Ally, UCC, Debtors advisors and management to discuss Ally Bank MSR sale
10/12/2012	Ryan Kielty	1.5	2	Whole Loan diligence facilitation
10/12/2012	Ryan Kielty	0.5	3	Prepared weekly bidder update
10/12/2012	Ryan Kielty	1.0	3	Reviewed co-advisor purchase price analysis
10/12/2012	Ryan Kielty	1.0	4	Internal meeting to prepare for Board meeting
10/12/2012	Ryan Kielty	3.0	4	ResCap Board of Directors Meeting
10/11/2012	Benjamin H. Weingarten	0.5	1	Assisted co-advisors on dataroom inquiries
10/11/2012	Benjamin H. Weingarten	4.0	1	Draft interim fee application
10/11/2012	Benjamin H. Weingarten	0.5	1	Interim fee application discussion
10/11/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
10/11/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation
10/11/2012	Benjamin H. Weingarten	1.0	2	PSA amendment purchase price analysis work
10/11/2012	Benjamin H. Weingarten	1.0	2	Review of refreshed Whole Loan portfolio litigation schedule
10/11/2012	Benjamin H. Weingarten	4.0	2	Whole Loan portfolio diligence facilitation
10/11/2012	Benjamin H. Weingarten	0.5	11	Review cure claim memo
10/11/2012	Benjamin H. Weingarten	1.0	11	Reviewed cure analysis emails
10/11/2012	Jonathan R. Mattern	4.0	1	Draft interim fee application
10/11/2012	Jonathan R. Mattern	0.5	1	Interim fee application discussion
10/11/2012	Jonathan R. Mattern	1.0	2	Dataroom work
10/11/2012	Jonathan R. Mattern	2.0	2	Platform diligence facilitation
10/11/2012	Jonathan R. Mattern	1.0	2	PSA amendment purchase price analysis work
10/11/2012	Jonathan R. Mattern	1.0	2	Review of refreshed Whole Loan portfolio litigation schedule
10/11/2012	Jonathan R. Mattern	4.0	2	Whole Loan portfolio diligence facilitation
10/11/2012	Jonathan R. Mattern	0.5	11	Review cure claim memo
10/11/2012	Jonathan R. Mattern	1.0	11	Reviewed cure analysis emails
10/11/2012	Karn S. Chopra	2.5	2	Call with management to discuss potential Ally Bank MSR sale
10/11/2012	Karn S. Chopra	2.5	2	Finalize analysis to support FHA/VA disposition strategy to UCC
10/11/2012	Karn S. Chopra	1.0	3	Prepare for UCC update call
10/11/2012	Karn S. Chopra	1.5	3	Weekly UCC update call
10/11/2012	Karn S. Chopra	2.0	4	Call with management to discuss how loan pipeline will be addressed in Platform sale
10/11/2012	Karn S. Chopra	1.5	7	Meeting to prepare for initial POR negotiation session with UCC
10/11/2012	Karn S. Chopra	4.0	7	Meeting with UCC to begin POR negotiations
10/11/2012	Karn S. Chopra	0.5	11	Review cure claim memo
10/11/2012	Karn S. Chopra	1.0	11	Reviewed cure analysis emails
10/11/2012	Marc D. Puntus	2.5	2	Call with management to discuss potential Ally Bank MSR sale

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Date	Name	Hours	Legend #	Description
10/11/2012	Marc D. Puntus	2.5	2	Finalize analysis to support FHA/VA disposition strategy to UCC
10/11/2012	Marc D. Puntus	1.0	3	Prepare for UCC update call
10/11/2012	Marc D. Puntus	1.5	3	Weekly UCC update call
10/11/2012	Marc D. Puntus	2.0	4	Call with management to discuss how loan pipeline will be addressed in Platform sale
10/11/2012	Marc D. Puntus	1.5	7	Meeting to prepare for initial POR negotiation session with UCC
10/11/2012	Marc D. Puntus	4.0	7	Meeting with UCC to begin POR negotiations
10/11/2012	Marc D. Puntus	0.5	11	Review cure claim memo
10/11/2012	Marc D. Puntus	1.0	11	Reviewed cure analysis emails
10/11/2012	Ryan Kielty	0.5	1	Interim fee application discussion
10/11/2012	Ryan Kielty	2.5	2	Call with management to discuss potential Ally Bank MSR sale
10/11/2012	Ryan Kielty	2.5	2	Finalize analysis to support FHA/VA disposition strategy to UCC
10/11/2012	Ryan Kielty	2.0	2	Platform diligence facilitation
10/11/2012	Ryan Kielty	1.0	2	PSA amendment purchase price analysis work
10/11/2012	Ryan Kielty	1.0	2	Review of refreshed Whole Loan portfolio litigation schedule
10/11/2012	Ryan Kielty	4.0	2	Whole Loan portfolio diligence facilitation
10/11/2012	Ryan Kielty	1.0	3	Prepare for UCC update call
10/11/2012	Ryan Kielty	1.5	3	Weekly UCC update call
10/11/2012	Ryan Kielty	2.0	4	Call with management to discuss how loan pipeline will be addressed in Platform sale
10/11/2012	Ryan Kielty	1.5	7	Meeting to prepare for initial POR negotiation session with UCC
10/11/2012	Ryan Kielty	4.0	7	Meeting with UCC to begin POR negotiations
10/11/2012	Ryan Kielty	0.5	11	Review cure claim memo
10/11/2012	Ryan Kielty	1.0	11	Reviewed cure analysis emails
10/10/2012	Benjamin H. Weingarten	1.0	1	Weekly strategy call with Debtors' advisors
10/10/2012	Benjamin H. Weingarten	1.0	2	GNMA advance discussion with Platform bidder
10/10/2012	Benjamin H. Weingarten	1.5	2	Platform diligence facilitation
10/10/2012	Benjamin H. Weingarten	1.5	2	Prepared Platform purchase price analysis for co-advisor
10/10/2012	Benjamin H. Weingarten	2.5	2	PSA amendment purchase price analysis work
10/10/2012	Benjamin H. Weingarten	2.5	2	Transaction model review with Debtors' advisors
10/10/2012	Benjamin H. Weingarten	0.5	2	Whole Loan diligence facilitation
10/10/2012	Benjamin H. Weingarten	0.5	3	Call with co-advisor regarding asset by facility analyses
10/10/2012	Benjamin H. Weingarten	1.0	3	Review/work on Platform asset by facility analysis for co-advisor
10/10/2012	Benjamin H. Weingarten	1.0	5	DIP amendment lender presentation
10/10/2012	Benjamin H. Weingarten	0.5	5	DIP amendment lender presentation pre-call
10/10/2012	Benjamin H. Weingarten	2.0	5	Prepare for DIP Amendment lender call
10/10/2012	Benjamin H. Weingarten	1.0	5	Review DIP Amendment presentation
10/10/2012	Benjamin H. Weingarten	0.5	5	Work on DIP Amendment presentation

Detail Report (by Date)

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
10/10/2012	Benjamin H. Weingarten	0.5	7	Reviewed RMBS settlement memo
10/10/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/10/2012	Jonathan R. Mattern	1.0	2	GNMA advance discussion with Platform bidder
10/10/2012	Jonathan R. Mattern	1.5	2	Platform diligence facilitation
10/10/2012	Jonathan R. Mattern	1.5	2	Prepared Platform purchase price analysis for co-advisor
10/10/2012	Jonathan R. Mattern	2.5	2	PSA amendment purchase price analysis work
10/10/2012	Jonathan R. Mattern	2.5	2	Transaction model review with Debtors' advisors
10/10/2012	Jonathan R. Mattern	0.5	2	Whole Loan diligence facilitation
10/10/2012	Jonathan R. Mattern	0.5	3	Call with co-advisor regarding asset by facility analyses
10/10/2012	Jonathan R. Mattern	1.0	5	DIP amendment lender presentation
10/10/2012	Jonathan R. Mattern	0.5	5	DIP amendment lender presentation pre-call
10/10/2012	Jonathan R. Mattern	2.0	5	Prepare for DIP Amendment lender call
10/10/2012	Jonathan R. Mattern	1.0	5	Review DIP Amendment presentation
10/10/2012	Jonathan R. Mattern	0.5	5	Work on DIP Amendment presentation
10/10/2012	Jonathan R. Mattern	0.5	7	Reviewed RMBS settlement memo
10/10/2012	Karn S. Chopra	1.0	1	Weekly strategy call with Debtors' advisors
10/10/2012	Karn S. Chopra	1.5	2	Call to discuss Ally objection and next steps
10/10/2012	Karn S. Chopra	1.0	2	GNMA advance discussion with Platform bidder
10/10/2012	Karn S. Chopra	2.5	2	Transaction model review with Debtors' advisors
10/10/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/10/2012	Karn S. Chopra	1.0	5	DIP amendment lender presentation
10/10/2012	Karn S. Chopra	0.5	5	DIP amendment lender presentation pre-call
10/10/2012	Karn S. Chopra	2.0	5	Prepare for DIP Amendment lender call
10/10/2012	Karn S. Chopra	1.0	5	Review DIP Amendment presentation
10/10/2012	Karn S. Chopra	2.5	5	Various calls with DIP lenders about proposed amendment
10/10/2012	Karn S. Chopra	0.5	7	Reviewed RMBS settlement memo
10/10/2012	Marc D. Puntus	1.0	1	Weekly strategy call with Debtors' advisors
10/10/2012	Marc D. Puntus	1.5	2	Call to discuss Ally objection and next steps
10/10/2012	Marc D. Puntus	2.5	2	Transaction model review with Debtors' advisors
10/10/2012	Marc D. Puntus	0.5	4	Daily update call with management
10/10/2012	Marc D. Puntus	1.0	5	DIP amendment lender presentation
10/10/2012	Marc D. Puntus	0.5	5	DIP amendment lender presentation pre-call
10/10/2012	Marc D. Puntus	2.0	5	Prepare for DIP Amendment lender call
10/10/2012	Marc D. Puntus	1.0	5	Review DIP Amendment presentation
10/10/2012	Marc D. Puntus	2.5	5	Various calls with DIP lenders about proposed amendment
10/10/2012	Marc D. Puntus	0.5	7	Reviewed RMBS settlement memo
10/10/2012	Ryan Kielty	1.0	1	Weekly strategy call with Debtors' advisors
10/10/2012	Ryan Kielty	1.5	2	Call to discuss Ally objection and next steps
10/10/2012	Ryan Kielty	1.0	2	GNMA advance discussion with Platform bidder
10/10/2012	Ryan Kielty	1.5	2	Platform diligence facilitation
10/10/2012	Ryan Kielty	1.5	2	Prepared Platform purchase price analysis for co-advisor

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Date	Name	Hours	Legend #	Description
10/10/2012	Ryan Kielty	2.5	2	PSA amendment purchase price analysis work
10/10/2012	Ryan Kielty	2.5	2	Transaction model review with Debtors' advisors
10/10/2012	Ryan Kielty	3.0	2	Whole Loan custodial diligence facilitation
10/10/2012	Ryan Kielty	0.5	3	Call with co-advisor regarding asset by facility analyses
10/10/2012	Ryan Kielty	1.0	3	Review/work on Platform asset by facility analysis for co-advisor
10/10/2012	Ryan Kielty	0.5	4	Daily update call with management
10/10/2012	Ryan Kielty	1.0	5	DIP amendment lender presentation
10/10/2012	Ryan Kielty	0.5	5	DIP amendment lender presentation pre-call
10/10/2012	Ryan Kielty	2.0	5	Prepare for DIP Amendment lender call
10/10/2012	Ryan Kielty	1.0	5	Review DIP Amendment presentation
10/10/2012	Ryan Kielty	2.5	5	Various calls with DIP lenders about proposed amendment
10/10/2012	Ryan Kielty	0.5	5	Work on DIP Amendment presentation
10/10/2012	Ryan Kielty	0.5	7	Reviewed RMBS settlement memo
10/09/2012	Benjamin H. Weingarten	1.0	2	Assisted Company with analysis on Whole Loan portfolio
10/09/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
10/09/2012	Benjamin H. Weingarten	1.0	2	MSR carry value vs. purchase price analysis work
10/09/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation
10/09/2012	Benjamin H. Weingarten	1.0	2	Prepared purchase price analysis for the Company
10/09/2012	Benjamin H. Weingarten	4.0	2	PSA amendment purchase price analysis work
10/09/2012	Benjamin H. Weingarten	2.5	3	Whole Loan portfolio asset by facility analysis review and revision
10/09/2012	Benjamin H. Weingarten	0.5	5	Review DIP Amendment presentation
10/09/2012	Benjamin H. Weingarten	1.0	11	Review term sheets pertaining to potential sale of Ally Bank MSR and business lending
10/09/2012	Jonathan R. Mattern	1.0	2	MSR carry value vs. purchase price analysis work
10/09/2012	Jonathan R. Mattern	1.0	2	Platform diligence facilitation
10/09/2012	Jonathan R. Mattern	1.0	2	Prepared purchase price analysis for the Company
10/09/2012	Jonathan R. Mattern	4.0	3	Work on Platform asset by facility analysis for co-advisor
10/09/2012	Jonathan R. Mattern	0.5	5	Review DIP Amendment presentation
10/09/2012	Jonathan R. Mattern	1.0	11	Review term sheets pertaining to potential sale of Ally Bank MSR and business lending
10/09/2012	Karn S. Chopra	3.5	2	Initial meeting to discuss Transaction Model to help support sale process
10/09/2012	Karn S. Chopra	3.0	2	Prepare analysis to support FHA/VA disposition strategy to UCC
10/09/2012	Karn S. Chopra	1.5	2	Reviewed initial outputs from Transaction Model
10/09/2012	Karn S. Chopra	1.0	4	Call with management to discuss FHA/VA disposition strategy
10/09/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/09/2012	Karn S. Chopra	0.5	5	Review DIP Amendment presentation

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Date	Name	Hours	Legend #	Description
10/09/2012	Karn S. Chopra	1.0	11	Review term sheets pertaining to potential sale of Ally Bank MSR and business lending
10/09/2012	Marc D. Puntus	1.0	4	Call with management to discuss FHA/VA disposition strategy
10/09/2012	Marc D. Puntus	0.5	4	Daily update call with management
10/09/2012	Marc D. Puntus	0.5	5	Review DIP Amendment presentation
10/09/2012	Marc D. Puntus	1.0	11	Review term sheets pertaining to potential sale of Ally Bank MSR and business lending
10/09/2012	Ryan Kielty	1.0	2	Assisted Company with analysis on Whole Loan portfolio
10/09/2012	Ryan Kielty	3.5	2	Initial meeting to discuss Transaction Model to help support sale process
10/09/2012	Ryan Kielty	1.0	2	MSR carry value vs. purchase price analysis work
10/09/2012	Ryan Kielty	1.0	2	Platform diligence facilitation
10/09/2012	Ryan Kielty	1.5	2	Reviewed initial outputs from Transaction Model
10/09/2012	Ryan Kielty	1.0	4	Call with management to discuss FHA/VA disposition strategy
10/09/2012	Ryan Kielty	0.5	4	Daily update call with management
10/09/2012	Ryan Kielty	0.5	5	Review DIP Amendment presentation
10/09/2012	Ryan Kielty	1.0	11	Review term sheets pertaining to potential sale of Ally Bank MSR and business lending
10/08/2012	Benjamin H. Weingarten	1.0	2	Assisted the Company with purchase price analysis
10/08/2012	Benjamin H. Weingarten	0.5	2	Call with Fortress regarding purchase price calculation
10/08/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
10/08/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation
10/08/2012	Benjamin H. Weingarten	2.0	2	PSA amendment purchase price analysis work
10/08/2012	Benjamin H. Weingarten	2.5	2	Various diligence calls with both Whole Loan Portfolio and Platform bidders
10/08/2012	Benjamin H. Weingarten	3.0	4	ResCap Board of Directors Meeting
10/08/2012	Benjamin H. Weingarten	1.5	5	Drafted DIP declaration
10/08/2012	Benjamin H. Weingarten	1.0	5	Review of various filings relating to DIP Amendment
10/08/2012	Benjamin H. Weingarten	1.0	10	Work on business plan analysis
10/08/2012	Benjamin H. Weingarten	1.5	11	Cure claims call with Debtors' advisors
10/08/2012	Benjamin H. Weingarten	1.0	11	Review of cure claim analysis
10/08/2012	Benjamin H. Weingarten	2.0	11	Work on cure claim analysis
10/08/2012	Jonathan R. Mattern	1.0	2	Assisted the Company with purchase price analysis
10/08/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/08/2012	Jonathan R. Mattern	1.0	2	Platform diligence facilitation
10/08/2012	Jonathan R. Mattern	2.5	2	Various diligence calls with both Whole Loan Portfolio and Platform bidders
10/08/2012	Jonathan R. Mattern	3.0	4	ResCap Board of Directors Meeting
10/08/2012	Jonathan R. Mattern	1.0	5	Review of various filings relating to DIP Amendment
10/08/2012	Jonathan R. Mattern	1.5	11	Cure claims call with Debtors' advisors

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Date	Name	Hours	Legend #	Description
10/08/2012	Karn S. Chopra	2.0	2	Analyze cure objections from monolines
10/08/2012	Karn S. Chopra	0.5	2	Call to discuss monoline objections
10/08/2012	Karn S. Chopra	1.5	2	Call with Fannie Mae to discuss cure objection and next steps in sale process
10/08/2012	Karn S. Chopra	2.5	2	Various diligence calls with both Whole Loan Portfolio and Platform bidders
10/08/2012	Karn S. Chopra	3.0	4	ResCap Board of Directors Meeting
10/08/2012	Karn S. Chopra	1.5	5	Drafted DIP declaration
10/08/2012	Karn S. Chopra	1.0	5	Review of various filings relating to DIP Amendment
10/08/2012	Karn S. Chopra	1.0	11	Call to discuss case strategy following Board meeting
10/08/2012	Karn S. Chopra	1.5	11	Cure claims call with Debtors' advisors
10/08/2012	Karn S. Chopra	1.0	11	Review of cure claim analysis
10/08/2012	Marc D. Puntus	0.5	2	Call to discuss monoline objections
10/08/2012	Marc D. Puntus	1.5	2	Call with Fannie Mae to discuss cure objection and next steps in sale process
10/08/2012	Marc D. Puntus	2.5	2	Various diligence calls with both Whole Loan Portfolio and Platform bidders
10/08/2012	Marc D. Puntus	3.0	4	ResCap Board of Directors Meeting
10/08/2012	Marc D. Puntus	1.5	5	Drafted DIP declaration
10/08/2012	Marc D. Puntus	1.0	5	Review of various filings relating to DIP Amendment
10/08/2012	Marc D. Puntus	1.0	11	Call to discuss case strategy following Board meeting
10/08/2012	Marc D. Puntus	1.5	11	Cure claims call with Debtors' advisors
10/08/2012	Ryan Kielty	1.0	2	Assisted the Company with purchase price analysis
10/08/2012	Ryan Kielty	0.5	2	Call to discuss monoline objections
10/08/2012	Ryan Kielty	1.5	2	Call with Fannie Mae to discuss cure objection and next steps in sale process
10/08/2012	Ryan Kielty	0.5	2	Call with Fortress regarding purchase price calculation
10/08/2012	Ryan Kielty	1.0	2	Platform diligence facilitation
10/08/2012	Ryan Kielty	2.5	2	Various diligence calls with both Whole Loan Portfolio and Platform bidders
10/08/2012	Ryan Kielty	3.0	4	ResCap Board of Directors Meeting
10/08/2012	Ryan Kielty	1.5	5	Drafted DIP declaration
10/08/2012	Ryan Kielty	1.0	5	Review of various filings relating to DIP Amendment
10/08/2012	Ryan Kielty	1.0	11	Call to discuss case strategy following Board meeting
10/08/2012	Ryan Kielty	1.5	11	Cure claims call with Debtors' advisors
10/08/2012	Ryan Kielty	1.0	11	Review of cure claim analysis
10/07/2012	Benjamin H. Weingarten	2.0	5	Reviewed and revised DIP Amendment presentation
10/07/2012	Jonathan R. Mattern	2.0	5	Reviewed and revised DIP Amendment presentation
10/07/2012	Karn S. Chopra	1.5	4	Internal call to prepare for Board meeting

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Date	Name	Hours	Legend #	Description
10/07/2012	Karn S. Chopra	3.5	4	Review and finalize materials for Board meeting
10/07/2012	Karn S. Chopra	2.0	5	Reviewed and revised DIP Amendment presentation
10/07/2012	Marc D. Puntus	1.5	4	Internal call to prepare for Board meeting
10/07/2012	Marc D. Puntus	3.5	4	Review and finalize materials for Board meeting
10/07/2012	Marc D. Puntus	2.0	5	Reviewed and revised DIP Amendment presentation
10/07/2012	Ryan Kielty	1.5	4	Internal call to prepare for Board meeting
10/07/2012	Ryan Kielty	3.5	4	Review and finalize materials for Board meeting
10/07/2012	Ryan Kielty	2.0	5	Reviewed and revised DIP Amendment presentation
10/06/2012	Benjamin H. Weingarten	1.0	2	Work on PSA amendment purchase price sensitivity analysis
10/06/2012	Karn S. Chopra	2.0	5	Finalize DIP amendment information requested by Barclays
10/06/2012	Marc D. Puntus	2.0	5	Finalize DIP amendment information requested by Barclays
10/06/2012	Ryan Kielty	2.0	5	Finalize DIP amendment information requested by Barclays
10/05/2012	Benjamin H. Weingarten	0.5	1	Review of information on Ambac objection negotiations from co-advisor
10/05/2012	Benjamin H. Weingarten	1.0	2	Assisted the Company with purchase price analysis
10/05/2012	Benjamin H. Weingarten	1.0	2	Call with Whole Loan bidder to discuss DOJ/AG issues
10/05/2012	Benjamin H. Weingarten	0.5	2	Gathered bidder servicer ratings for co-advisor
10/05/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation
10/05/2012	Benjamin H. Weingarten	1.0	2	Prepare analysis on timing of loss mitigation / foreclosure holds on Whole Loan portfolio due to AG settlement for Whole Loan bidders
10/05/2012	Benjamin H. Weingarten	0.5	2	Prepared Whole Loan portfolio tape for the Company
10/05/2012	Benjamin H. Weingarten	0.5	2	Review sale process overview
10/05/2012	Benjamin H. Weingarten	1.0	2	Servicing advance reconciliation analysis
10/05/2012	Benjamin H. Weingarten	1.5	2	Work on PSA amendment purchase price sensitivity analysis
10/05/2012	Benjamin H. Weingarten	0.5	3	Prepared weekly bidder update
10/05/2012	Benjamin H. Weingarten	1.0	3	Review asset by facility analysis for co-advisor
10/05/2012	Benjamin H. Weingarten	0.5	4	Dataroom work
10/05/2012	Benjamin H. Weingarten	1.5	5	DIP Amendment presentation review with Barclays and Debtors' advisors
10/05/2012	Benjamin H. Weingarten	1.0	5	Internal meeting to discuss DIP amendment analysis
10/05/2012	Benjamin H. Weingarten	0.5	5	Reviewed DIP Amendment presentation
10/05/2012	Benjamin H. Weingarten	0.5	10	Call to discuss business plan analysis
10/05/2012	Benjamin H. Weingarten	1.5	11	Cure claims discussion with Debtors' advisors
10/05/2012	Jonathan R. Mattern	0.5	1	Review of information on Ambac objection negotiations from co-advisor

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Date	Name	Hours	Legend #	Description
10/05/2012	Jonathan R. Mattern	1.0	2	Call with Whole Loan bidder to discuss DOJ/AG issues
10/05/2012	Jonathan R. Mattern	0.5	2	Gathered bidder servicer ratings for co-advisor
10/05/2012	Jonathan R. Mattern	1.0	2	Platform diligence facilitation
10/05/2012	Jonathan R. Mattern	0.5	2	Prepared Whole Loan portfolio tape for the Company
10/05/2012	Jonathan R. Mattern	0.5	2	Review sale process overview
10/05/2012	Jonathan R. Mattern	0.5	3	Prepared weekly bidder update
10/05/2012	Jonathan R. Mattern	1.0	3	Review asset by facility analysis for co-advisor
10/05/2012	Jonathan R. Mattern	0.5	4	Dataroom work
10/05/2012	Jonathan R. Mattern	1.5	5	DIP Amendment presentation review with Barclays and Debtors' advisors
10/05/2012	Jonathan R. Mattern	1.0	5	Internal meeting to discuss DIP amendment analysis
10/05/2012	Jonathan R. Mattern	0.5	5	Reviewed DIP Amendment presentation
10/05/2012	Jonathan R. Mattern	3.0	5	Worked on DIP Amendment presentation
10/05/2012	Jonathan R. Mattern	1.5	11	Cure claims discussion with Debtors' advisors
10/05/2012	Karn S. Chopra	0.5	1	Review of information on Ambac objection negotiations from co-advisor
10/05/2012	Karn S. Chopra	1.5	2	Call with Freddie Mac to discuss cure objection and next steps in sales process
10/05/2012	Karn S. Chopra	1.0	2	Call with management to discuss potential FHA/VA loan sale
10/05/2012	Karn S. Chopra	1.0	2	Call with Whole Loan bidder to discuss DOJ/AG issues
10/05/2012	Karn S. Chopra	0.5	2	Review sale process overview
10/05/2012	Karn S. Chopra	0.5	3	Prepared weekly bidder update
10/05/2012	Karn S. Chopra	1.5	5	DIP Amendment presentation review with Barclays and Debtors' advisors
10/05/2012	Karn S. Chopra	1.0	5	Internal meeting to discuss DIP amendment analysis
10/05/2012	Karn S. Chopra	0.5	5	Reviewed DIP Amendment presentation
10/05/2012	Karn S. Chopra	3.5	5	Work on slides and analysis to support potential DIP amendment
10/05/2012	Karn S. Chopra	1.5	11	Cure claims discussion with Debtors' advisors
10/05/2012	Marc D. Puntus	0.5	1	Review of information on Ambac objection negotiations from co-advisor
10/05/2012	Marc D. Puntus	1.5	2	Call with Freddie Mac to discuss cure objection and next steps in sales process
10/05/2012	Marc D. Puntus	1.0	2	Call with management to discuss potential FHA/VA loan sale
10/05/2012	Marc D. Puntus	0.5	3	Prepared weekly bidder update
10/05/2012	Marc D. Puntus	1.5	5	DIP Amendment presentation review with Barclays and Debtors' advisors
10/05/2012	Marc D. Puntus	1.0	5	Internal meeting to discuss DIP amendment analysis
10/05/2012	Marc D. Puntus	0.5	5	Reviewed DIP Amendment presentation
10/05/2012	Ryan Kielty	0.5	1	Review of information on Ambac objection negotiations from co-advisor

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Date	Name	Hours	Legend #	Description
10/05/2012	Ryan Kielty	1.0	2	Assisted the Company with purchase price analysis
10/05/2012	Ryan Kielty	1.5	2	Call with Freddie Mac to discuss cure objection and next steps in sales process
10/05/2012	Ryan Kielty	1.0	2	Call with management to discuss potential FHA/VA loan sale
10/05/2012	Ryan Kielty	1.0	2	Call with Whole Loan bidder to discuss DOJ/AG issues
10/05/2012	Ryan Kielty	1.0	2	Platform diligence facilitation
10/05/2012	Ryan Kielty	1.0	2	Prepare analysis on timing of loss mitigation / foreclosure holds on Whole Loan portfolio due to AG settlement for Whole Loan bidders
10/05/2012	Ryan Kielty	0.5	2	Review sale process overview
10/05/2012	Ryan Kielty	1.0	2	Servicing advance reconciliation analysis
10/05/2012	Ryan Kielty	0.5	3	Prepared weekly bidder update
10/05/2012	Ryan Kielty	1.0	3	Review asset by facility analysis for co-advisor
10/05/2012	Ryan Kielty	1.5	5	DIP Amendment presentation review with Barclays and Debtors' advisors
10/05/2012	Ryan Kielty	1.0	5	Internal meeting to discuss DIP amendment analysis
10/05/2012	Ryan Kielty	0.5	5	Reviewed DIP Amendment presentation
10/05/2012	Ryan Kielty	3.0	5	Worked on DIP Amendment presentation
10/05/2012	Ryan Kielty	1.5	11	Cure claims discussion with Debtors' advisors
10/04/2012	Benjamin H. Weingarten	0.5	1	Assembled dataroom info for co-advisor
10/04/2012	Benjamin H. Weingarten	1.0	2	Call to discuss custodial diligence with the Company
10/04/2012	Benjamin H. Weingarten	1.0	2	Call to discuss purchase price analysis with the Company
10/04/2012	Benjamin H. Weingarten	2.5	2	Diligence calls with prospective whole loan bidders
10/04/2012	Benjamin H. Weingarten	0.5	2	Internal discussion on custodial diligence
10/04/2012	Benjamin H. Weingarten	1.5	2	Platform diligence facilitation
10/04/2012	Benjamin H. Weingarten	1.0	2	PSA amendment purchase price analysis work
10/04/2012	Benjamin H. Weingarten	1.0	2	Review co-advisor memo on Platform APA open issues
10/04/2012	Benjamin H. Weingarten	0.5	2	Review Company advance analysis
10/04/2012	Benjamin H. Weingarten	1.0	2	Review Company analysis on timing of loss mitigation / foreclosure holds on Whole Loan portfolio due to AG settlement
10/04/2012	Benjamin H. Weingarten	0.5	2	Revised updated LPMI info regarding Whole Loan portfolio
10/04/2012	Benjamin H. Weingarten	2.0	2	Whole Loan portfolio diligence facilitation
10/04/2012	Benjamin H. Weingarten	1.0	3	Work on asset by facility purchase price analysis for co-advisor
10/04/2012	Benjamin H. Weingarten	3.0	10	Work on business plan analysis
10/04/2012	Jonathan R. Mattern	1.0	2	Call to discuss custodial diligence with the Company
10/04/2012	Jonathan R. Mattern	1.0	2	Call to discuss purchase price analysis with the Company

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Residential Capital, LLC
Detail of Time Records by Date
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Date	Name	Hours	Legend #	Description
10/04/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/04/2012	Jonathan R. Mattern	2.5	2	Diligence calls with prospective whole loan bidders
10/04/2012	Jonathan R. Mattern	0.5	2	Internal discussion on custodial diligence
10/04/2012	Jonathan R. Mattern	1.5	2	Platform diligence facilitation
10/04/2012	Jonathan R. Mattern	1.0	2	Review co-advisor memo on Platform APA open issues
10/04/2012	Jonathan R. Mattern	0.5	2	Review Company advance analysis
10/04/2012	Jonathan R. Mattern	1.0	2	Review Company analysis on timing of loss mitigation / foreclosure holds on Whole Loan portfolio due to AG settlement
10/04/2012	Jonathan R. Mattern	0.5	2	Reviwed updated LPMI info regarding Whole Loan portfolio
10/04/2012	Jonathan R. Mattern	2.0	2	Whole Loan portfolio diligence facilitation
10/04/2012	Jonathan R. Mattern	1.0	3	Work on asset by facility purchase price analysis for co-advisor
10/04/2012	Karn S. Chopra	1.0	2	Call to discuss custodial diligence with the Company
10/04/2012	Karn S. Chopra	0.5	2	Call with bidders to discuss custodian access
10/04/2012	Karn S. Chopra	1.5	2	Call with Nationstar to discuss GSE negotiations
10/04/2012	Karn S. Chopra	2.5	2	Diligence calls with prospective whole loan bidders
10/04/2012	Karn S. Chopra	0.5	2	Internal discussion on custodial diligence
10/04/2012	Karn S. Chopra	1.0	2	Review co-advisor memo on Platform APA open issues
10/04/2012	Karn S. Chopra	1.0	2	Review Company analysis on timing of loss mitigation / foreclosure holds on Whole Loan portfolio due to AG settlement
10/04/2012	Karn S. Chopra	0.5	2	Reviewed sale process overview
10/04/2012	Karn S. Chopra	1.5	4	Call with management to discuss giving access to custodians to prospective whole loan bidders
10/04/2012	Karn S. Chopra	1.0	4	Daily update call with management
10/04/2012	Karn S. Chopra	2.0	5	Review latest DIP forecast and variance analysis
10/04/2012	Marc D. Puntus	1.0	2	Call to discuss custodial diligence with the Company
10/04/2012	Marc D. Puntus	0.5	2	Call with bidders to discuss custodian access
10/04/2012	Marc D. Puntus	1.5	2	Call with Nationstar to discuss GSE negotiations
10/04/2012	Marc D. Puntus	0.5	2	Internal discussion on custodial diligence
10/04/2012	Marc D. Puntus	1.0	2	Review co-advisor memo on Platform APA open issues
10/04/2012	Marc D. Puntus	1.5	4	Call with management to discuss giving access to custodians to prospective whole loan bidders
10/04/2012	Marc D. Puntus	1.0	4	Daily update call with management
10/04/2012	Ryan Kielty	1.0	2	Call to discuss custodial diligence with the Company
10/04/2012	Ryan Kielty	1.0	2	Call to discuss purchase price analysis with the Company
10/04/2012	Ryan Kielty	0.5	2	Call with bidders to discuss custodian access
10/04/2012	Ryan Kielty	1.5	2	Call with Nationstar to discuss GSE negotiations

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Date	Name	Hours	Legend #	Description
10/04/2012	Ryan Kielty	2.5	2	Diligence calls with prospective whole loan bidders
10/04/2012	Ryan Kielty	0.5	2	Internal discussion on custodial diligence
10/04/2012	Ryan Kielty	1.5	2	Platform diligence facilitation
10/04/2012	Ryan Kielty	1.0	2	Review co-advisor memo on Platform APA open issues
10/04/2012	Ryan Kielty	0.5	2	Review Company advance analysis
10/04/2012	Ryan Kielty	1.0	2	Review Company analysis on timing of loss mitigation / foreclosure holds on Whole Loan portfolio due to AG settlement
10/04/2012	Ryan Kielty	0.5	2	Reviewed sale process overview
10/04/2012	Ryan Kielty	0.5	2	Reviwed updated LPMI info regarding Whole Loan portfolio
10/04/2012	Ryan Kielty	2.0	2	Whole Loan portfolio diligence facilitation
10/04/2012	Ryan Kielty	1.5	4	Call with management to discuss giving access to custodians to prospective whole loan bidders
10/04/2012	Ryan Kielty	1.0	4	Daily update call with management
10/03/2012	Benjamin H. Weingarten	1.0	2	Assembled advance balance reconciliation analysis
10/03/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
10/03/2012	Benjamin H. Weingarten	1.0	2	Diligence call with Berkshire
10/03/2012	Benjamin H. Weingarten	1.0	2	Diligence call with Platform bidder
10/03/2012	Benjamin H. Weingarten	1.5	2	Document exceptions report review
10/03/2012	Benjamin H. Weingarten	1.0	2	PSA amendment purchase price analysis work
10/03/2012	Benjamin H. Weingarten	0.5	2	Review email to prospective Whole Loan bidders regarding Qualified Bids
10/03/2012	Benjamin H. Weingarten	1.0	2	Reviewed sale process overview
10/03/2012	Benjamin H. Weingarten	0.5	2	Reviewed updated trading securities schedule
10/03/2012	Benjamin H. Weingarten	3.0	2	Whole Loan portfolio diligence facilitation
10/03/2012	Benjamin H. Weingarten	4.5	3	UCC meeting and presentation
10/03/2012	Benjamin H. Weingarten	1.0	11	Worked on cure claim purchase price analysis
10/03/2012	Jonathan R. Mattern	1.0	2	Assembled advance balance reconciliation analysis
10/03/2012	Jonathan R. Mattern	1.0	2	Dataroom work
10/03/2012	Jonathan R. Mattern	1.0	2	Diligence call with Berkshire
10/03/2012	Jonathan R. Mattern	1.0	2	Diligence call with Platform bidder
10/03/2012	Jonathan R. Mattern	1.5	2	Prepared sale process overview for co-advisor
10/03/2012	Jonathan R. Mattern	0.5	2	Review email to prospective Whole Loan bidders regarding Qualified Bids
10/03/2012	Jonathan R. Mattern	0.5	2	Reviewed updated trading securities schedule
10/03/2012	Jonathan R. Mattern	3.0	2	Whole Loan portfolio diligence facilitation
10/03/2012	Jonathan R. Mattern	4.5	3	UCC meeting and presentation
10/03/2012	Karn S. Chopra	1.5	1	Completed time reports for month of September
10/03/2012	Karn S. Chopra	1.0	2	Diligence call with Berkshire
10/03/2012	Karn S. Chopra	0.5	2	Review email to prospective Whole Loan bidders regarding Qualified Bids

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Date	Name	Hours	Legend #	Description
10/03/2012	Karn S. Chopra	1.5	3	Call with Ally's advisors to provide sale process update
10/03/2012	Karn S. Chopra	2.0	3	Meeting to prepare for UCC presentation
10/03/2012	Karn S. Chopra	4.5	3	UCC meeting and presentation
10/03/2012	Marc D. Puntus	0.5	2	Review email to prospective Whole Loan bidders regarding Qualified Bids
10/03/2012	Marc D. Puntus	1.5	3	Call with Ally's advisors to provide sale process update
10/03/2012	Marc D. Puntus	2.0	3	Meeting to prepare for UCC presentation
10/03/2012	Marc D. Puntus	4.5	3	UCC meeting and presentation
10/03/2012	Ryan Kielty	1.0	2	Assembled advance balance reconciliation analysis
10/03/2012	Ryan Kielty	1.0	2	Diligence call with Berkshire
10/03/2012	Ryan Kielty	1.0	2	Diligence call with Platform bidder
10/03/2012	Ryan Kielty	1.5	2	Document exceptions report review
10/03/2012	Ryan Kielty	0.5	2	Review email to prospective Whole Loan bidders regarding Qualified Bids
10/03/2012	Ryan Kielty	0.5	2	Reviewed updated trading securities schedule
10/03/2012	Ryan Kielty	3.0	2	Whole Loan portfolio diligence facilitation
10/03/2012	Ryan Kielty	1.5	3	Call with Ally's advisors to provide sale process update
10/03/2012	Ryan Kielty	2.0	3	Meeting to prepare for UCC presentation
10/03/2012	Ryan Kielty	4.5	3	UCC meeting and presentation
10/03/2012	Ryan Kielty	1.0	11	Worked on cure claim purchase price analysis
10/02/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
10/02/2012	Benjamin H. Weingarten	0.5	2	Internal meeting to discuss wholeloan sale process updates
10/02/2012	Benjamin H. Weingarten	1.5	2	Platform diligence facilitation
10/02/2012	Benjamin H. Weingarten	0.5	2	Review ancillary purchase price analysis
10/02/2012	Benjamin H. Weingarten	1.0	2	Review revised Platform APA section 6.16 language
10/02/2012	Benjamin H. Weingarten	2.0	2	Whole Loan portfolio diligence facilitation
10/02/2012	Benjamin H. Weingarten	0.5	3	Assembled Whole Loan tape for co-advisor
10/02/2012	Benjamin H. Weingarten	1.0	3	Finalize October 3rd presentation to UCC
10/02/2012	Benjamin H. Weingarten	1.0	3	Work on purchase price analysis for co-advisor
10/02/2012	Benjamin H. Weingarten	6.0	10	Work on business plan analysis
10/02/2012	Benjamin H. Weingarten	1.5	11	Call with Debtors advisors to discuss case strategy
10/02/2012	Benjamin H. Weingarten	1.0	11	Review Company's analysis on potential GSE claims
10/02/2012	Benjamin H. Weingarten	1.0	11	Review cure claims
10/02/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/02/2012	Jonathan R. Mattern	0.5	2	Internal meeting to discuss wholeloan sale process updates
10/02/2012	Jonathan R. Mattern	1.5	2	Platform diligence facilitation
10/02/2012	Jonathan R. Mattern	1.0	2	Review revised Platform APA section 6.16 language
10/02/2012	Jonathan R. Mattern	2.0	2	Whole Loan portfolio diligence facilitation

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Date	Name	Hours	Legend #	Description
10/02/2012	Jonathan R. Mattern	1.0	3	Finalize October 3rd presentation to UCC
10/02/2012	Jonathan R. Mattern	1.0	3	Work on purchase price analysis for co-advisor
10/02/2012	Jonathan R. Mattern	1.0	11	Review Company's analysis on potential GSE claims
10/02/2012	Jonathan R. Mattern	1.0	11	Review cure claims
10/02/2012	Karn S. Chopra	0.5	2	Call with Debtors advisors to discuss cure objections
10/02/2012	Karn S. Chopra	1.5	2	Call with Ocwen/Walter to discuss auction process and procedures
10/02/2012	Karn S. Chopra	1.5	2	Calls with GAs to discuss updated to sale process
10/02/2012	Karn S. Chopra	0.5	2	Internal meeting to discuss wholeloan sale process updates
10/02/2012	Karn S. Chopra	2.0	2	Meeting with Fortress to discuss auction process and procedures
10/02/2012	Karn S. Chopra	0.5	2	Review ancillary purchase price analysis
10/02/2012	Karn S. Chopra	1.0	2	Review revised Platform APA section 6.16 language
10/02/2012	Karn S. Chopra	1.0	3	Finalize October 3rd presentation to UCC
10/02/2012	Karn S. Chopra	1.0	4	Call with management to discuss custodial reports for whole loan portfolio
10/02/2012	Karn S. Chopra	1.0	4	Call with management to discuss strategy regarding GSE cure claims
10/02/2012	Karn S. Chopra	0.5	5	Call with Barclays to discuss potential DIP amendment
10/02/2012	Karn S. Chopra	1.5	11	Call with Debtors advisors to discuss case strategy
10/02/2012	Karn S. Chopra	1.0	11	Review Company's analysis on potential GSE claims
10/02/2012	Karn S. Chopra	1.0	11	Review cure claims
10/02/2012	Marc D. Puntus	0.5	2	Call with Debtors advisors to discuss cure objections
10/02/2012	Marc D. Puntus	1.5	2	Calls with GAs to discuss updated to sale process
10/02/2012	Marc D. Puntus	0.5	2	Internal meeting to discuss wholeloan sale process updates
10/02/2012	Marc D. Puntus	2.0	2	Meeting with Fortress to discuss auction process and procedures
10/02/2012	Marc D. Puntus	1.0	2	Review revised Platform APA section 6.16 language
10/02/2012	Marc D. Puntus	1.0	3	Finalize October 3rd presentation to UCC
10/02/2012	Marc D. Puntus	1.0	4	Call with management to discuss custodial reports for whole loan portfolio
10/02/2012	Marc D. Puntus	1.0	4	Call with management to discuss strategy regarding GSE cure claims
10/02/2012	Marc D. Puntus	0.5	5	Call with Barclays to discuss potential DIP amendment
10/02/2012	Marc D. Puntus	1.5	11	Call with Debtors advisors to discuss case strategy

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Date	Name	Hours	Legend #	Description
10/02/2012	Marc D. Puntus	1.0	11	Review Company's analysis on potential GSE claims
10/02/2012	Marc D. Puntus	1.0	11	Review cure claims
10/02/2012	Ryan Kielty	1.0	2	Assemble Whole Loan portfolio purchase price sensitivity analysis
10/02/2012	Ryan Kielty	0.5	2	Call with Debtors advisors to discuss cure objections
10/02/2012	Ryan Kielty	1.5	2	Call with Ocwen/Walter to discuss auction process and procedures
10/02/2012	Ryan Kielty	1.5	2	Calls with GAs to discuss updated to sale process
10/02/2012	Ryan Kielty	0.5	2	Internal meeting to discuss wholeloan sale process updates
10/02/2012	Ryan Kielty	2.0	2	Meeting with Fortress to discuss auction process and procedures
10/02/2012	Ryan Kielty	1.5	2	Platform diligence facilitation
10/02/2012	Ryan Kielty	0.5	2	Review ancillary purchase price analysis
10/02/2012	Ryan Kielty	1.0	2	Review revised Platform APA section 6.16 language
10/02/2012	Ryan Kielty	2.0	2	Whole Loan portfolio diligence facilitation
10/02/2012	Ryan Kielty	1.0	3	Finalize October 3rd presentation to UCC
10/02/2012	Ryan Kielty	1.0	4	Call with management to discuss custodial reports for whole loan portfolio
10/02/2012	Ryan Kielty	1.0	4	Call with management to discuss strategy regarding GSE cure claims
10/02/2012	Ryan Kielty	0.5	5	Call with Barclays to discuss potential DIP amendment
10/02/2012	Ryan Kielty	1.5	11	Call with Debtors advisors to discuss case strategy
10/02/2012	Ryan Kielty	1.0	11	Review Company's analysis on potential GSE claims
10/02/2012	Ryan Kielty	1.0	11	Review cure claims
10/01/2012	Benjamin H. Weingarten	1.0	2	Call with the Company on PSA amendment purchase price analysis
10/01/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
10/01/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation
10/01/2012	Benjamin H. Weingarten	0.5	2	Prepared Platform liabilities schedule for co-advisor
10/01/2012	Benjamin H. Weingarten	0.5	2	Review email to prospective Platform bidders regarding Qualified Bids
10/01/2012	Benjamin H. Weingarten	1.5	2	Whole Loan portfolio diligence facilitation
10/01/2012	Benjamin H. Weingarten	4.0	2	Work on purchase price analysis
10/01/2012	Benjamin H. Weingarten	2.5	3	Call amongst Debtor advisors to review October 3rd presentation to UCC
10/01/2012	Benjamin H. Weingarten	1.0	4	Review talking point memo for UCC presentation
10/01/2012	Benjamin H. Weingarten	1.0	4	UCC presentation review
10/01/2012	Benjamin H. Weingarten	6.0	10	Work on business plan analysis
10/01/2012	Jonathan R. Mattern	1.0	2	Call with the Company on PSA amendment purchase price analysis

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Date	Name	Hours	Legend #	Description
10/01/2012	Jonathan R. Mattern	0.5	2	Dataroom work
10/01/2012	Jonathan R. Mattern	1.0	2	Platform diligence facilitation
10/01/2012	Jonathan R. Mattern	0.5	2	Prepared Platform liabilities schedule for co-advisor
10/01/2012	Jonathan R. Mattern	0.5	2	Review email to prospective Platform bidders regarding Qualified Bids
10/01/2012	Jonathan R. Mattern	1.5	2	Whole Loan portfolio diligence facilitation
10/01/2012	Jonathan R. Mattern	4.0	2	Work on purchase price analysis
10/01/2012	Jonathan R. Mattern	2.5	3	Call amongst Debtor advisors to review October 3rd presentation to UCC
10/01/2012	Jonathan R. Mattern	1.0	4	Review talking point memo for UCC presentation
10/01/2012	Jonathan R. Mattern	1.0	4	UCC presentation review
10/01/2012	Karn S. Chopra	3.0	2	Analyze potential administrative costs that may remain with estate post-sale
10/01/2012	Karn S. Chopra	2.5	2	Call to finalize terms of servicing and subservicing agreement with Nationstar
10/01/2012	Karn S. Chopra	0.5	2	Review email to prospective Platform bidders regarding Qualified Bids
10/01/2012	Karn S. Chopra	1.0	2	Review purchase price analysis
10/01/2012	Karn S. Chopra	2.5	3	Call amongst Debtor advisors to review October 3rd presentation to UCC
10/01/2012	Karn S. Chopra	2.0	3	Revised slides for October 3rd presentation to UCC
10/01/2012	Karn S. Chopra	0.5	4	Daily update call with management
10/01/2012	Karn S. Chopra	1.0	4	Review talking point memo for UCC presentation
10/01/2012	Karn S. Chopra	1.0	4	UCC presentation review
10/01/2012	Marc D. Puntus	0.5	2	Review email to prospective Platform bidders regarding Qualified Bids
10/01/2012	Marc D. Puntus	0.5	4	Daily update call with management
10/01/2012	Marc D. Puntus	1.0	4	Review talking point memo for UCC presentation
10/01/2012	Marc D. Puntus	1.0	4	UCC presentation review
10/01/2012	Ryan Kielty	2.5	2	Call to finalize terms of servicing and subservicing agreement with Nationstar
10/01/2012	Ryan Kielty	1.0	2	Call with the Company on PSA amendment purchase price analysis
10/01/2012	Ryan Kielty	1.0	2	Platform diligence facilitation
10/01/2012	Ryan Kielty	0.5	2	Review email to prospective Platform bidders regarding Qualified Bids
10/01/2012	Ryan Kielty	1.0	2	Review purchase price analysis
10/01/2012	Ryan Kielty	1.5	2	Whole Loan portfolio diligence facilitation
10/01/2012	Ryan Kielty	2.5	3	Call amongst Debtor advisors to review October 3rd presentation to UCC
10/01/2012	Ryan Kielty	0.5	4	Daily update call with management
10/01/2012	Ryan Kielty	1.0	4	Review talking point memo for UCC presentation
10/01/2012	Ryan Kielty	1.0	4	UCC presentation review
09/30/2012	Benjamin H. Weingarten	1.5	3	Review of UCC presentation.
09/30/2012	Benjamin H. Weingarten	3.0	10	Work on business plan analysis.
09/30/2012	Karn S. Chopra	1.5	3	Review of UCC presentation.

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Date	Name	Hours	Legend #	Description
09/30/2012	Marc D. Puntus	1.5	3	Review of UCC presentation.
09/30/2012	Ryan Kielty	1.5	3	Review of UCC presentation.
09/30/2012	Ryan Kielty	3.0	10	Work on business plan analysis.
09/28/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation.
09/28/2012	Benjamin H. Weingarten	0.5	3	Call with co-advisor on assumed liabilities.
09/28/2012	Benjamin H. Weingarten	0.5	8	Driving from hotel to Fort Washington.
09/28/2012	Benjamin H. Weingarten	8.0	10	Work with the Company on business plan.
09/28/2012	Karn S. Chopra	1.0	2	Call to discuss GSE cure objections and strategy.
09/28/2012	Karn S. Chopra	1.0	2	Call with Nationstar to discuss APA schedules.
09/28/2012	Karn S. Chopra	2.5	2	Various diligence calls with Platform bidders.
09/28/2012	Karn S. Chopra	1.5	3	Call to review UCC presentation.
09/28/2012	Karn S. Chopra	1.5	4	Daily update call with management team.
09/28/2012	Karn S. Chopra	2.5	5	Call with Barclays to discuss and negotiate potential DIP amendment.
09/28/2012	Karn S. Chopra	2.0	5	Review latest DIP forecast in light of potential amendment.
09/28/2012	Marc D. Puntus	1.0	2	Call to discuss GSE cure objections and strategy.
09/28/2012	Marc D. Puntus	1.0	2	Call with Nationstar to discuss APA schedules.
09/28/2012	Marc D. Puntus	2.5	2	Various diligence calls with Platform bidders.
09/28/2012	Marc D. Puntus	1.5	3	Call to review UCC presentation.
09/28/2012	Marc D. Puntus	0.5	3	Call with co-advisor on assumed liabilities.
09/28/2012	Marc D. Puntus	1.5	4	Daily update call with management team.
09/28/2012	Marc D. Puntus	2.5	5	Call with Barclays to discuss and negotiate potential DIP amendment.
09/28/2012	Marc D. Puntus	2.0	5	Review latest DIP forecast in light of potential amendment.
09/28/2012	Ryan Kielty	1.0	2	Call to discuss GSE cure objections and strategy.
09/28/2012	Ryan Kielty	1.0	2	Call with Nationstar to discuss APA schedules.
09/28/2012	Ryan Kielty	2.0	2	Platform diligence facilitation.
09/28/2012	Ryan Kielty	2.5	2	Various diligence calls with Platform bidders.
09/28/2012	Ryan Kielty	1.5	3	Call to review UCC presentation.
09/28/2012	Ryan Kielty	0.5	3	Call with co-advisor on assumed liabilities.
09/28/2012	Ryan Kielty	1.5	4	Daily update call with management team.
09/28/2012	Ryan Kielty	2.5	5	Call with Barclays to discuss and negotiate potential DIP amendment.
09/28/2012	Ryan Kielty	2.0	5	Review latest DIP forecast in light of potential amendment.
09/28/2012	Ryan Kielty	8.0	10	Work with the Company on business plan.
09/27/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation.
09/27/2012	Benjamin H. Weingarten	2.0	2	PSA amendment purchase price analysis work.
09/27/2012	Benjamin H. Weingarten	2.0	2	Purchase price analysis work.
09/27/2012	Benjamin H. Weingarten	0.5	2	Review of sale considerations memo.
09/27/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio diligence.
09/27/2012	Benjamin H. Weingarten	0.5	8	Driving from Fort Washington to hotel.
09/27/2012	Benjamin H. Weingarten	0.5	8	Driving from hotel to Fort Washington.
09/27/2012	Benjamin H. Weingarten	12.0	10	Work with the Company on business plan.

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Date	Name	Hours	Legend #	Description
09/27/2012	Karn S. Chopra	4.5	1	Attended omnibus hearing.
09/27/2012	Karn S. Chopra	0.5	1	Preparation for omnibus hearing.
09/27/2012	Karn S. Chopra	0.5	2	Review of sale considerations memo.
09/27/2012	Karn S. Chopra	1.5	4	Call with management to discuss the post-close asset disposition strategy.
09/27/2012	Marc D. Puntus	0.5	1	Preparation for omnibus hearing.
09/27/2012	Marc D. Puntus	0.5	2	Review of sale considerations memo.
09/27/2012	Marc D. Puntus	1.5	4	Call with management to discuss the post-close asset disposition strategy.
09/27/2012	Ryan Kielty	0.5	1	Preparation for omnibus hearing.
09/27/2012	Ryan Kielty	1.0	2	Platform diligence facilitation.
09/27/2012	Ryan Kielty	2.0	2	PSA amendment purchase price analysis work.
09/27/2012	Ryan Kielty	2.0	2	Purchase price analysis work.
09/27/2012	Ryan Kielty	0.5	2	Review of sale considerations memo.
09/27/2012	Ryan Kielty	1.0	2	Whole loan portfolio diligence.
09/27/2012	Ryan Kielty	1.5	4	Call with management to discuss the post-close asset disposition strategy.
09/27/2012	Ryan Kielty	12.0	10	Work with the Company on business plan.
09/26/2012	Benjamin H. Weingarten	0.5	3	Prepared assumed liabilities analysis for co-advisor.
09/26/2012	Benjamin H. Weingarten	0.5	8	Driving from Fort Washington to hotel.
09/26/2012	Benjamin H. Weingarten	0.5	8	Driving from hotel to Fort Washington.
09/26/2012	Benjamin H. Weingarten	14.0	10	Work with the Company on business plan.
09/26/2012	Karn S. Chopra	1.0	2	Call with multiple Platform bidders to discuss Business Lending.
09/26/2012	Karn S. Chopra	2.0	2	Internal meeting to discuss sales process and next steps.
09/26/2012	Karn S. Chopra	4.5	3	Draft slides for UCC presentation.
09/26/2012	Marc D. Puntus	1.0	2	Call with multiple Platform bidders to discuss Business Lending.
09/26/2012	Marc D. Puntus	2.0	2	Internal meeting to discuss sales process and next steps.
09/26/2012	Marc D. Puntus	4.5	3	Draft slides for UCC presentation.
09/26/2012	Ryan Kielty	1.0	2	Call with multiple Platform bidders to discuss Business Lending.
09/26/2012	Ryan Kielty	2.0	2	Internal meeting to discuss sales process and next steps.
09/26/2012	Ryan Kielty	4.5	3	Draft slides for UCC presentation.
09/26/2012	Ryan Kielty	0.5	3	Prepared assumed liabilities analysis for co-advisor.
09/25/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio diligence facilitation.
09/25/2012	Benjamin H. Weingarten	0.5	8	Driving from Fort Washington to hotel.
09/25/2012	Benjamin H. Weingarten	0.5	8	Driving from hotel to Fort Washington.
09/25/2012	Benjamin H. Weingarten	9.0	10	Work with the Company on business plan.
09/25/2012	Karn S. Chopra	1.0	2	Call with management to discuss licensing strategy of Platform bidders.
09/25/2012	Karn S. Chopra	1.5	2	Diligence calls with Platform bidder.
09/25/2012	Karn S. Chopra	1.0	2	Weekly strategy call with Debtors' advisors.

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Date	Name	Hours	Legend #	Description
09/25/2012	Karn S. Chopra	2.5	3	Call with UCC to discuss licensing strategy of Platform bidders.
09/25/2012	Karn S. Chopra	2.0	3	Calls with UCC, JSB and Ally advisors to give update on the sale process.
09/25/2012	Marc D. Puntus	1.0	2	Call with management to discuss licensing strategy of Platform bidders.
09/25/2012	Marc D. Puntus	1.5	2	Diligence calls with Platform bidder.
09/25/2012	Marc D. Puntus	1.0	2	Weekly strategy call with Debtors' advisors.
09/25/2012	Marc D. Puntus	2.5	3	Call with UCC to discuss licensing strategy of Platform bidders.
09/25/2012	Marc D. Puntus	2.0	3	Calls with UCC, JSB and Ally advisors to give update on the sale process.
09/25/2012	Ryan Kielty	1.0	2	Call with management to discuss licensing strategy of Platform bidders.
09/25/2012	Ryan Kielty	1.5	2	Diligence calls with Platform bidder.
09/25/2012	Ryan Kielty	1.0	2	Weekly strategy call with Debtors' advisors.
09/25/2012	Ryan Kielty	1.0	2	Whole loan portfolio diligence facilitation.
09/25/2012	Ryan Kielty	2.5	3	Call with UCC to discuss licensing strategy of Platform bidders.
09/25/2012	Ryan Kielty	2.0	3	Calls with UCC, JSB and Ally advisors to give update on the sale process.
09/25/2012	Ryan Kielty	9.0	10	Work with the Company on business plan.
09/24/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation.
09/24/2012	Benjamin H. Weingarten	2.5	2	Whole loan portfolio data tape review.
09/24/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio diligence facilitation.
09/24/2012	Benjamin H. Weingarten	1.5	4	Call with Ally Advisors to discuss potential sale of Ally Bank MSR.
09/24/2012	Benjamin H. Weingarten	0.5	8	Driving from Fort Washington to hotel.
09/24/2012	Benjamin H. Weingarten	1.0	8	Driving from hotel to Fort Washington.
09/24/2012	Benjamin H. Weingarten	13.0	10	Work with the Company on business plan.
09/24/2012	Karn S. Chopra	3.0	2	Calls to discuss servicing and subservicing agreements.
09/24/2012	Karn S. Chopra	2.0	3	Call with Debtors' advisors to discuss UCC presentation.
09/24/2012	Karn S. Chopra	1.5	4	Call with Ally Advisors to discuss potential sale of Ally Bank MSR.
09/24/2012	Karn S. Chopra	1.0	4	Daily update call with management team.
09/24/2012	Karn S. Chopra	3.0	7	Plan negotiations with UCC and Ally.
09/24/2012	Karn S. Chopra	1.0	7	Review Committee's lien objection.
09/24/2012	Marc D. Puntus	3.0	2	Calls to discuss servicing and subservicing agreements.
09/24/2012	Marc D. Puntus	2.0	3	Call with Debtors' advisors to discuss UCC presentation.
09/24/2012	Marc D. Puntus	1.5	4	Call with Ally Advisors to discuss potential sale of Ally Bank MSR.
09/24/2012	Marc D. Puntus	1.0	4	Daily update call with management team.
09/24/2012	Marc D. Puntus	3.0	7	Plan negotiations with UCC and Ally.
09/24/2012	Marc D. Puntus	1.0	7	Review Committee's lien objection.

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Date	Name	Hours	Legend #	Description
09/24/2012	Ryan Kielty	3.0	2	Calls to discuss servicing and subservicing agreements.
09/24/2012	Ryan Kielty	1.0	2	Platform diligence facilitation.
09/24/2012	Ryan Kielty	2.5	2	Whole loan portfolio data tape review.
09/24/2012	Ryan Kielty	1.0	2	Whole loan portfolio diligence facilitation.
09/24/2012	Ryan Kielty	2.0	3	Call with Debtors' advisors to discuss UCC presentation.
09/24/2012	Ryan Kielty	1.5	4	Call with Ally Advisors to discuss potential sale of Ally Bank MSR.
09/24/2012	Ryan Kielty	1.0	4	Daily update call with management team.
09/24/2012	Ryan Kielty	3.0	7	Plan negotiations with UCC and Ally.
09/24/2012	Ryan Kielty	1.0	7	Review Committee's lien objection.
09/24/2012	Samuel M. Greene	1.5	4	Call with Ally Advisors to discuss potential sale of Ally Bank MSR.
09/23/2012	Benjamin H. Weingarten	2.5	8	Driving to Fort Washington for work on business plan.
09/23/2012	Benjamin H. Weingarten	1.5	10	Preparation of memorandum regarding upcoming workstreams for team.
09/23/2012	Karn S. Chopra	1.5	10	Preparation of memorandum regarding upcoming workstreams for team.
09/23/2012	Marc D. Puntus	1.5	10	Preparation of memorandum regarding upcoming workstreams for team.
09/23/2012	Ryan Kielty	1.5	10	Preparation of memorandum regarding upcoming workstreams for team.
09/22/2012	Benjamin H. Weingarten	5.0	2	PSA purchase price sensitivity analysis work.
09/22/2012	Benjamin H. Weingarten	5.0	10	Business plan analysis preparatory work.
09/22/2012	Ryan Kielty	5.0	2	PSA purchase price sensitivity analysis work.
09/21/2012	Benjamin H. Weingarten	0.5	2	Auction setup discussion with co-advisor.
09/21/2012	Benjamin H. Weingarten	1.0	2	Licensing comparison analysis work.
09/21/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation.
09/21/2012	Benjamin H. Weingarten	6.0	2	PSA purchase price sensitivity analysis work.
09/21/2012	Benjamin H. Weingarten	1.0	2	Whole loan confirmatory diligence preparatory work.
09/21/2012	Benjamin H. Weingarten	1.5	2	Whole loan diligence facilitation.
09/21/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio confirmatory diligence review with the Company.
09/21/2012	Benjamin H. Weingarten	1.5	3	Draft slides for UCC presentation.
09/21/2012	Benjamin H. Weingarten	1.0	3	Licensing comparison analysis work.
09/21/2012	Benjamin H. Weingarten	0.5	3	Produced weekly sale process update.
09/21/2012	Karn S. Chopra	1.5	2	Meeting with Platform bidder and Fannie Mae.
09/21/2012	Karn S. Chopra	2.0	2	Meeting with Platform bidder and Freddie Mac.
09/21/2012	Karn S. Chopra	2.5	2	Meeting with Platform bidder and Ginnie Mae.
09/21/2012	Karn S. Chopra	1.0	2	Whole loan confirmatory diligence preparatory work.
09/21/2012	Karn S. Chopra	1.0	2	Whole loan portfolio confirmatory diligence review with the Company.
09/21/2012	Karn S. Chopra	1.5	3	Draft slides for UCC presentation.
09/21/2012	Karn S. Chopra	0.5	3	Produced weekly sale process update.

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Date	Name	Hours	Legend #	Description
09/21/2012	Karn S. Chopra	1.0	4	Call with Debtors' advisors about collateral report.
09/21/2012	Karn S. Chopra	1.5	4	Call with management team about collateral report.
09/21/2012	Marc D. Puntus	1.5	2	Meeting with Platform bidder and Fannie Mae.
09/21/2012	Marc D. Puntus	2.0	2	Meeting with Platform bidder and Freddie Mac.
09/21/2012	Marc D. Puntus	2.5	2	Meeting with Platform bidder and Ginnie Mae.
09/21/2012	Marc D. Puntus	0.5	3	Produced weekly sale process update.
09/21/2012	Marc D. Puntus	1.0	4	Call with Debtors' advisors about collateral report.
09/21/2012	Marc D. Puntus	1.5	4	Call with management team about collateral report.
09/21/2012	Ryan Kielty	0.5	2	Auction setup discussion with co-advisor.
09/21/2012	Ryan Kielty	1.0	2	Licensing comparison analysis work.
09/21/2012	Ryan Kielty	2.0	2	Platform diligence facilitation.
09/21/2012	Ryan Kielty	6.0	2	PSA purchase price sensitivity analysis work.
09/21/2012	Ryan Kielty	1.0	2	Whole loan confirmatory diligence preparatory work.
09/21/2012	Ryan Kielty	1.5	2	Whole loan diligence facilitation.
09/21/2012	Ryan Kielty	1.0	2	Whole loan portfolio confirmatory diligence review with the Company.
09/21/2012	Ryan Kielty	1.5	3	Draft slides for UCC presentation.
09/21/2012	Ryan Kielty	0.5	3	Produced weekly sale process update.
09/21/2012	Ryan Kielty	1.0	4	Call with Debtors' advisors about collateral report.
09/21/2012	Ryan Kielty	1.5	4	Call with management team about collateral report.
09/20/2012	Benjamin H. Weingarten	1.0	2	Call on GNMA losses with platform bidder and the Company.
09/20/2012	Benjamin H. Weingarten	1.0	2	Data tape preparation.
09/20/2012	Benjamin H. Weingarten	1.0	2	Licensing comparison analysis work.
09/20/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation.
09/20/2012	Benjamin H. Weingarten	1.0	2	Platform diligence review.
09/20/2012	Benjamin H. Weingarten	1.0	2	Tape reviewing.
09/20/2012	Benjamin H. Weingarten	1.0	2	Whole loan diligence preparation.
09/20/2012	Benjamin H. Weingarten	2.0	3	Asset by facility analysis reconciliation work.
09/20/2012	Benjamin H. Weingarten	1.0	3	UCC diligence facilitation.
09/20/2012	Benjamin H. Weingarten	1.0	3	UCC presentation work.
09/20/2012	Benjamin H. Weingarten	1.0	11	Review of Servicing Transfer Agreement issues.
09/20/2012	Karn S. Chopra	2.0	2	Meeting with Platform bidder and Fannie Mae.
09/20/2012	Karn S. Chopra	2.5	2	Meeting with Platform bidder and Freddie Mac.
09/20/2012	Karn S. Chopra	2.0	2	Meeting with Platform bidder and Ginnie Mae.
09/20/2012	Karn S. Chopra	1.5	3	Call with UCC and JSB advisors about collateral report.
09/20/2012	Karn S. Chopra	1.0	4	Call with management team about servicing transfer agreement.
09/20/2012	Karn S. Chopra	1.0	4	Debrief with management teams after GSE meetings.
09/20/2012	Karn S. Chopra	1.0	11	Review of Servicing Transfer Agreement issues.
09/20/2012	Marc D. Puntus	2.0	2	Meeting with Platform bidder and Fannie Mae.

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Date	Name	Hours	Legend #	Description
09/20/2012	Marc D. Puntus	2.5	2	Meeting with Platform bidder and Freddie Mac.
09/20/2012	Marc D. Puntus	2.0	2	Meeting with Platform bidder and Ginnie Mae.
09/20/2012	Marc D. Puntus	1.5	3	Call with UCC and JSB advisors about collateral report.
09/20/2012	Marc D. Puntus	1.0	3	UCC presentation work.
09/20/2012	Marc D. Puntus	1.0	4	Call with management team about servicing transfer agreement.
09/20/2012	Marc D. Puntus	1.0	4	Debrief with management teams after GSE meetings.
09/20/2012	Marc D. Puntus	1.0	11	Review of Servicing Transfer Agreement issues.
09/20/2012	Ryan Kielty	1.0	2	Call on GNMA losses with platform bidder and the Company.
09/20/2012	Ryan Kielty	1.0	2	Platform diligence facilitation.
09/20/2012	Ryan Kielty	1.0	2	Platform diligence review.
09/20/2012	Ryan Kielty	1.0	2	Whole loan diligence preparation.
09/20/2012	Ryan Kielty	2.0	3	Asset by facility analysis reconciliation work.
09/20/2012	Ryan Kielty	1.5	3	Call with UCC and JSB advisors about collateral report.
09/20/2012	Ryan Kielty	1.0	3	UCC diligence facilitation.
09/20/2012	Ryan Kielty	1.0	3	UCC presentation work.
09/20/2012	Ryan Kielty	1.0	4	Call with management team about servicing transfer agreement.
09/20/2012	Ryan Kielty	1.0	4	Debrief with management teams after GSE meetings.
09/20/2012	Ryan Kielty	1.0	11	Review of Servicing Transfer Agreement issues.
09/19/2012	Benjamin H. Weingarten	0.5	1	Examiner data compiling.
09/19/2012	Benjamin H. Weingarten	3.5	1	Timesheet work.
09/19/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation.
09/19/2012	Benjamin H. Weingarten	1.0	2	Review of co-advisor's board presentation slides.
09/19/2012	Benjamin H. Weingarten	0.5	2	Sale process contact log updating.
09/19/2012	Benjamin H. Weingarten	1.0	2	Whole loan diligence facilitation.
09/19/2012	Benjamin H. Weingarten	0.5	3	Call with co-advisor to discuss asset by facility analysis.
09/19/2012	Benjamin H. Weingarten	0.5	3	UCC diligence facilitation.
09/19/2012	Karn S. Chopra	2.5	1	Timesheet work.
09/19/2012	Karn S. Chopra	2.0	2	Meeting with Platform bidder and Fannie Mae.
09/19/2012	Karn S. Chopra	1.5	2	Meeting with Platform bidder and Freddie Mac.
09/19/2012	Karn S. Chopra	2.5	2	Meeting with Platform bidder and Ginnie Mae.
09/19/2012	Karn S. Chopra	2.0	2	Platform diligence facilitation.
09/19/2012	Karn S. Chopra	1.0	2	Review of co-advisor's board presentation slides.
09/19/2012	Karn S. Chopra	1.5	2	Review servicing transfer agreement.
09/19/2012	Karn S. Chopra	0.5	3	Call with co-advisor to discuss asset by facility analysis.
09/19/2012	Karn S. Chopra	0.5	4	Daily update call with management team.
09/19/2012	Karn S. Chopra	1.5	4	Review presentation for Board of Directors.
09/19/2012	Marc D. Puntus	2.5	1	Timesheet work.
09/19/2012	Marc D. Puntus	2.0	2	Meeting with Platform bidder and Fannie Mae.

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Date	Name	Hours	Legend #	Description
09/19/2012	Marc D. Puntus	1.5	2	Meeting with Platform bidder and Freddie Mac.
09/19/2012	Marc D. Puntus	2.5	2	Meeting with Platform bidder and Ginnie Mae.
09/19/2012	Marc D. Puntus	1.0	2	Review of co-advisor's board presentation slides.
09/19/2012	Marc D. Puntus	1.5	2	Review servicing transfer agreement.
09/19/2012	Marc D. Puntus	0.5	4	Daily update call with management team.
09/19/2012	Marc D. Puntus	1.5	4	Review presentation for Board of Directors.
09/19/2012	Ryan Kielty	2.5	1	Timesheet work.
09/19/2012	Ryan Kielty	2.0	2	Platform diligence facilitation.
09/19/2012	Ryan Kielty	1.0	2	Review of co-advisor's board presentation slides.
09/19/2012	Ryan Kielty	1.5	2	Review servicing transfer agreement.
09/19/2012	Ryan Kielty	1.0	2	Whole loan diligence facilitation.
09/19/2012	Ryan Kielty	0.5	3	Call with co-advisor to discuss asset by facility analysis.
09/19/2012	Ryan Kielty	0.5	3	UCC diligence facilitation.
09/19/2012	Ryan Kielty	0.5	4	Daily update call with management team.
09/19/2012	Ryan Kielty	1.5	4	Review presentation for Board of Directors.
09/18/2012	Benjamin H. Weingarten	2.0	1	Timesheet work.
09/18/2012	Benjamin H. Weingarten	1.5	1	Weekly strategy call with Debtors' advisors.
09/18/2012	Benjamin H. Weingarten	0.5	2	Contact log updating.
09/18/2012	Benjamin H. Weingarten	0.5	2	Diligence catch-up call with Nationstar.
09/18/2012	Benjamin H. Weingarten	1.0	2	Diligence catch-up call with the Company.
09/18/2012	Benjamin H. Weingarten	4.0	2	Platform diligence facilitation.
09/18/2012	Benjamin H. Weingarten	0.5	3	Call to finalize asset by facility analysis with co-advisors.
09/18/2012	Benjamin H. Weingarten	2.0	3	Draft slides for UCC presentation.
09/18/2012	Karn S. Chopra	1.5	1	Weekly strategy call with Debtors' advisors.
09/18/2012	Karn S. Chopra	0.5	2	Call with management team about GSE meetings.
09/18/2012	Karn S. Chopra	3.0	2	Diligence call with Platform bidder.
09/18/2012	Karn S. Chopra	0.5	2	Prepare for diligence call with Platform bidder.
09/18/2012	Karn S. Chopra	0.5	2	Prepare for GSE meetings.
09/18/2012	Karn S. Chopra	0.5	3	Call to finalize asset by facility analysis with co-advisors.
09/18/2012	Karn S. Chopra	2.0	3	Draft slides for UCC presentation.
09/18/2012	Marc D. Puntus	1.5	1	Weekly strategy call with Debtors' advisors.
09/18/2012	Marc D. Puntus	0.5	2	Call with management team about GSE meetings.
09/18/2012	Marc D. Puntus	3.0	2	Diligence call with Platform bidder.
09/18/2012	Marc D. Puntus	0.5	2	Prepare for diligence call with Platform bidder.
09/18/2012	Marc D. Puntus	0.5	2	Prepare for GSE meetings.
09/18/2012	Ryan Kielty	1.5	1	Weekly strategy call with Debtors' advisors.
09/18/2012	Ryan Kielty	0.5	2	Call with management team about GSE meetings.
09/18/2012	Ryan Kielty	3.0	2	Diligence call with Platform bidder.
09/18/2012	Ryan Kielty	0.5	2	Diligence catch-up call with Nationstar.
09/18/2012	Ryan Kielty	1.0	2	Diligence catch-up call with the Company.

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Date	Name	Hours	Legend #	Description
09/18/2012	Ryan Kielty	4.0	2	Platform diligence facilitation.
09/18/2012	Ryan Kielty	0.5	2	Prepare for diligence call with Platform bidder.
09/18/2012	Ryan Kielty	0.5	2	Prepare for GSE meetings.
09/18/2012	Ryan Kielty	0.5	3	Call to finalize asset by facility analysis with co-advisors.
09/18/2012	Ryan Kielty	2.0	3	Draft slides for UCC presentation.
09/18/2012	Samuel M. Greene	1.5	1	Weekly strategy call with Debtors' advisors.
09/17/2012	Benjamin H. Weingarten	1.0	2	Dataroom work.
09/17/2012	Karn S. Chopra	1.0	2	Call with GSE counsel to discuss upcoming meetings.
09/17/2012	Karn S. Chopra	1.0	2	Call with management about Platform bidder's licensing.
09/17/2012	Karn S. Chopra	0.5	2	Finalize schedule for upcoming GSE meetings.
09/17/2012	Karn S. Chopra	2.0	2	Internal meeting to discuss diligence process.
09/17/2012	Karn S. Chopra	1.0	2	Review presentation for Platform bidder.
09/17/2012	Karn S. Chopra	0.5	4	Daily update call with management team.
09/17/2012	Karn S. Chopra	0.5	4	Prepare for board call.
09/17/2012	Karn S. Chopra	1.5	4	ResCap board call.
09/17/2012	Karn S. Chopra	2.0	5	Review updated DIP forecast.
09/17/2012	Marc D. Puntus	1.0	2	Call with GSE counsel to discuss upcoming meetings.
09/17/2012	Marc D. Puntus	1.0	2	Call with management about Platform bidder's licensing.
09/17/2012	Marc D. Puntus	0.5	2	Finalize schedule for upcoming GSE meetings.
09/17/2012	Marc D. Puntus	2.0	2	Internal meeting to discuss diligence process.
09/17/2012	Marc D. Puntus	1.0	2	Review presentation for Platform bidder.
09/17/2012	Marc D. Puntus	0.5	4	Daily update call with management team.
09/17/2012	Marc D. Puntus	0.5	4	Prepare for board call.
09/17/2012	Marc D. Puntus	1.5	4	ResCap board call.
09/17/2012	Marc D. Puntus	2.0	5	Review updated DIP forecast.
09/17/2012	Ryan Kielty	1.0	2	Call with GSE counsel to discuss upcoming meetings.
09/17/2012	Ryan Kielty	1.0	2	Call with management about Platform bidder's licensing.
09/17/2012	Ryan Kielty	0.5	2	Finalize schedule for upcoming GSE meetings.
09/17/2012	Ryan Kielty	2.0	2	Internal meeting to discuss diligence process.
09/17/2012	Ryan Kielty	1.0	2	Review presentation for Platform bidder.
09/17/2012	Ryan Kielty	0.5	4	Daily update call with management team.
09/17/2012	Ryan Kielty	0.5	4	Prepare for board call.
09/17/2012	Ryan Kielty	1.5	4	ResCap board call.
09/17/2012	Ryan Kielty	2.0	5	Review updated DIP forecast.
09/16/2012	Benjamin H. Weingarten	1.0	3	Review of co-advisor's asset by facility analysis
09/16/2012	Karn S. Chopra	1.0	3	Review of co-advisor's asset by facility analysis
09/16/2012	Ryan Kielty	1.0	3	Review of co-advisor's asset by facility analysis
09/15/2012	Benjamin H. Weingarten	1.5	3	Review of co-advisor's asset by facility analysis
09/14/2012	Benjamin H. Weingarten	1.0	2	Dataroom work.

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Date	Name	Hours	Legend #	Description
09/14/2012	Benjamin H. Weingarten	1.5	2	MSR cash flow discussion with platform bidder and the Company.
09/14/2012	Benjamin H. Weingarten	1.0	2	Platform diligence call with the Company.
09/14/2012	Benjamin H. Weingarten	0.5	2	Review of platform bidder analysis
09/14/2012	Benjamin H. Weingarten	1.0	2	Sale process calendar creation.
09/14/2012	Benjamin H. Weingarten	1.5	3	Internal discussion on UCC presentation.
09/14/2012	Benjamin H. Weingarten	0.5	3	Produced weekly sale process update.
09/14/2012	Benjamin H. Weingarten	1.0	3	Review of asset by facility analysis prepared by co-advisor
09/14/2012	Benjamin H. Weingarten	2.0	5	Work on collateral sale analysis.
09/14/2012	Karn S. Chopra	0.5	2	Catch-up call with Fannie Mae.
09/14/2012	Karn S. Chopra	1.0	2	Catch-up call with Freddie Mac.
09/14/2012	Karn S. Chopra	0.5	2	Catch-up call with Ginnie Mae.
09/14/2012	Karn S. Chopra	1.5	2	Compensation discussion with bidder and the Company.
09/14/2012	Karn S. Chopra	3.5	2	Diligence calls with various Platform bidders.
09/14/2012	Karn S. Chopra	1.0	2	Diligence calls with various Whole Loan portfolio bidders.
09/14/2012	Karn S. Chopra	1.5	3	Internal discussion on UCC presentation.
09/14/2012	Karn S. Chopra	1.5	11	Call with Debtors' advisors to discuss auction mechanics.
09/14/2012	Marc D. Puntus	0.5	2	Catch-up call with Fannie Mae.
09/14/2012	Marc D. Puntus	1.0	2	Catch-up call with Freddie Mac.
09/14/2012	Marc D. Puntus	0.5	2	Catch-up call with Ginnie Mae.
09/14/2012	Marc D. Puntus	1.5	2	Compensation discussion with bidder and the Company.
09/14/2012	Marc D. Puntus	3.5	2	Diligence calls with various Platform bidders.
09/14/2012	Marc D. Puntus	1.0	2	Diligence calls with various Whole Loan portfolio bidders.
09/14/2012	Marc D. Puntus	0.5	2	Review of platform bidder analysis
09/14/2012	Marc D. Puntus	1.5	11	Call with Debtors' advisors to discuss auction mechanics.
09/14/2012	Ryan Kielty	0.5	2	Catch-up call with Fannie Mae.
09/14/2012	Ryan Kielty	1.0	2	Catch-up call with Freddie Mac.
09/14/2012	Ryan Kielty	0.5	2	Catch-up call with Ginnie Mae.
09/14/2012	Ryan Kielty	1.5	2	Compensation discussion with bidder and the Company.
09/14/2012	Ryan Kielty	3.5	2	Diligence calls with various Platform bidders.
09/14/2012	Ryan Kielty	1.0	2	Diligence calls with various Whole Loan portfolio bidders.
09/14/2012	Ryan Kielty	1.5	2	MSR cash flow discussion with platform bidder and the Company.
09/14/2012	Ryan Kielty	1.0	2	Platform diligence call with the Company.
09/14/2012	Ryan Kielty	0.5	2	Review of platform bidder analysis
09/14/2012	Ryan Kielty	1.5	3	Internal discussion on UCC presentation.
09/14/2012	Ryan Kielty	2.0	5	Work on collateral sale analysis.
09/14/2012	Ryan Kielty	1.5	11	Call with Debtors' advisors to discuss auction mechanics.

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Date	Name	Hours	Legend #	Description
09/14/2012	Samuel M. Greene	1.5	2	Compensation discussion with bidder and the Company.
09/13/2012	Benjamin H. Weingarten	1.0	2	AG settlement analysis review.
09/13/2012	Benjamin H. Weingarten	1.0	2	Nationstar platform diligence follow-up.
09/13/2012	Benjamin H. Weingarten	1.0	2	Platform diligence facilitation.
09/13/2012	Benjamin H. Weingarten	1.0	3	Whole loan tape work for asset by facility analysis.
09/13/2012	Karn S. Chopra	2.0	3	Meeting with Citi about sale process.
09/13/2012	Karn S. Chopra	1.5	3	Prepare for meeting with Citi about sale process.
09/13/2012	Karn S. Chopra	2.0	4	Call with finance team to discuss revised projections.
09/13/2012	Karn S. Chopra	1.0	5	Call with Debtors' advisors about DIP financing projections.
09/13/2012	Karn S. Chopra	1.0	7	Call to discuss disclosure requests from various creditors.
09/13/2012	Marc D. Puntus	1.0	2	AG settlement analysis review.
09/13/2012	Marc D. Puntus	2.0	3	Meeting with Citi about sale process.
09/13/2012	Marc D. Puntus	1.5	3	Prepare for meeting with Citi about sale process.
09/13/2012	Marc D. Puntus	2.0	4	Call with finance team to discuss revised projections.
09/13/2012	Marc D. Puntus	1.0	5	Call with Debtors' advisors about DIP financing projections.
09/13/2012	Marc D. Puntus	1.0	7	Call to discuss disclosure requests from various creditors.
09/13/2012	Ryan Kielty	1.0	2	AG settlement analysis review.
09/13/2012	Ryan Kielty	2.0	3	Meeting with Citi about sale process.
09/13/2012	Ryan Kielty	1.5	3	Prepare for meeting with Citi about sale process.
09/13/2012	Ryan Kielty	2.0	4	Call with finance team to discuss revised projections.
09/13/2012	Ryan Kielty	1.0	5	Call with Debtors' advisors about DIP financing projections.
09/13/2012	Ryan Kielty	1.0	7	Call to discuss disclosure requests from various creditors.
09/12/2012	Benjamin H. Weingarten	1.5	2	Call with the client to discuss title search results.
09/12/2012	Benjamin H. Weingarten	1.0	2	Review and preparation of diligence list for the Company.
09/12/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio diligence facilitation.
09/12/2012	Benjamin H. Weingarten	0.5	3	Call with co-advisor on asset by facility analysis.
09/12/2012	Benjamin H. Weingarten	2.0	5	DIP paydown analysis.
09/12/2012	Karn S. Chopra	1.5	2	Call between the Company and a platform loan bidder to discuss compensation.
09/12/2012	Karn S. Chopra	1.5	2	Call with the client to discuss title search results.
09/12/2012	Karn S. Chopra	1.5	2	Diligence call with Platform bidder.
09/12/2012	Karn S. Chopra	2.0	2	Lunch with Platform bidder to discuss sale process.
09/12/2012	Karn S. Chopra	1.5	4	Call with CFO to discuss sale process and next steps.
09/12/2012	Karn S. Chopra	3.5	7	Plan negotiations with UCC advisors.

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Date	Name	Hours	Legend #	Description
09/12/2012	Karn S. Chopra	1.5	11	Call with Debtors' advisors to prepare for meeting re: Plan negotiations.
09/12/2012	Marc D. Puntus	1.5	2	Call between the Company and a platform loan bidder to discuss compensation.
09/12/2012	Marc D. Puntus	1.5	2	Diligence call with Platform bidder.
09/12/2012	Marc D. Puntus	2.0	2	Lunch with Platform bidder to discuss sale process.
09/12/2012	Marc D. Puntus	3.5	7	Plan negotiations with UCC advisors.
09/12/2012	Marc D. Puntus	1.5	11	Call with Debtors' advisors to prepare for meeting re: Plan negotiations.
09/12/2012	Ryan Kielty	1.5	2	Call between the Company and a platform loan bidder to discuss compensation.
09/12/2012	Ryan Kielty	1.5	2	Call with the client to discuss title search results.
09/12/2012	Ryan Kielty	1.5	2	Diligence call with Platform bidder.
09/12/2012	Ryan Kielty	2.0	5	DIP paydown analysis.
09/12/2012	Ryan Kielty	3.5	7	Plan negotiations with UCC advisors.
09/12/2012	Ryan Kielty	1.5	11	Call with Debtors' advisors to prepare for meeting re: Plan negotiations.
09/12/2012	Samuel M. Greene	1.5	2	Call between the Company and a platform loan bidder to discuss compensation.
09/11/2012	Benjamin H. Weingarten	4.0	1	Meeting with Examiner advisors.
09/11/2012	Benjamin H. Weingarten	2.0	1	Weekly strategy call with Debtors' advisors.
09/11/2012	Benjamin H. Weingarten	0.5	2	Call with Nationstar on purchase price analysis.
09/11/2012	Benjamin H. Weingarten	2.5	2	Platform diligence facilitation.
09/11/2012	Benjamin H. Weingarten	0.5	3	Purchase price analysis work.
09/11/2012	Karn S. Chopra	4.0	1	Meeting with Examiner advisors.
09/11/2012	Karn S. Chopra	2.5	1	Prepare files for Examiner discussion.
09/11/2012	Karn S. Chopra	2.0	1	Weekly strategy call with Debtors' advisors.
09/11/2012	Karn S. Chopra	1.5	7	Evaluate updated waterfall analysis.
09/11/2012	Marc D. Puntus	4.0	1	Meeting with Examiner advisors.
09/11/2012	Marc D. Puntus	2.0	1	Weekly strategy call with Debtors' advisors.
09/11/2012	Ryan Kielty	2.0	1	Weekly strategy call with Debtors' advisors.
09/11/2012	Ryan Kielty	1.5	2	Platform diligence facilitation.
09/11/2012	Ryan Kielty	1.5	7	Evaluate updated waterfall analysis.
09/11/2012	Samuel M. Greene	2.0	1	Weekly strategy call with Debtors' advisors.
09/10/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio diligence facilitation.
09/10/2012	Benjamin H. Weingarten	1.0	3	Asset by facility reconciliation work.
09/10/2012	Benjamin H. Weingarten	1.5	3	Call to discuss asset by facility analysis with co-advisors.
09/10/2012	Benjamin H. Weingarten	1.0	11	Termination analysis.
09/10/2012	Karn S. Chopra	2.0	1	Call to discuss revised KEIP structure and next steps.
09/10/2012	Karn S. Chopra	2.5	2	Internal meeting to discuss strategy of combining sale of Ally Bank MSR with Platform sale.
09/10/2012	Karn S. Chopra	1.5	3	Call to discuss asset by facility analysis with co-advisors.
09/10/2012	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss sale process.

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Date	Name	Hours	Legend #	Description
09/10/2012	Karn S. Chopra	3.0	7	Call to discuss revised waterfall analysis.
09/10/2012	Karn S. Chopra	1.5	7	Review latest waterfall analysis.
09/10/2012	Marc D. Puntus	2.0	1	Call to discuss revised KEIP structure and next steps.
09/10/2012	Marc D. Puntus	2.5	2	Internal meeting to discuss strategy of combining sale of Ally Bank MSR with Platform sale.
09/10/2012	Marc D. Puntus	1.0	3	Call with UCC advisors to discuss sale process.
09/10/2012	Marc D. Puntus	3.0	7	Call to discuss revised waterfall analysis.
09/10/2012	Marc D. Puntus	1.5	7	Review latest waterfall analysis.
09/10/2012	Ryan Kielty	2.0	1	Call to discuss revised KEIP structure and next steps.
09/10/2012	Ryan Kielty	2.5	2	Internal meeting to discuss strategy of combining sale of Ally Bank MSR with Platform sale.
09/10/2012	Ryan Kielty	1.0	3	Asset by facility reconciliation work.
09/10/2012	Ryan Kielty	1.5	3	Call to discuss asset by facility analysis with co-advisors.
09/10/2012	Ryan Kielty	1.0	3	Call with UCC advisors to discuss sale process.
09/10/2012	Ryan Kielty	3.0	7	Call to discuss revised waterfall analysis.
09/10/2012	Ryan Kielty	1.5	7	Review latest waterfall analysis.
09/10/2012	Samuel M. Greene	2.5	2	Internal meeting to discuss strategy of combining sale of Ally Bank MSR with Platform sale.
09/09/2012	Benjamin H. Weingarten	1.0	2	Diligence preparation.
09/09/2012	Ryan Kielty	1.0	2	Diligence preparation.
09/08/2012	Benjamin H. Weingarten	0.5	2	Dataroom work.
09/07/2012	Benjamin H. Weingarten	2.0	8	Driving from Fort Washington to New York.
09/07/2012	Benjamin H. Weingarten	0.5	8	Driving from hotel to Fort Washington.
09/07/2012	Benjamin H. Weingarten	8.0	8	On-site diligence sessions with platform bidder.
09/07/2012	Karn S. Chopra	0.5	2	Diligence call with Whole Loan portfolio bidder.
09/07/2012	Karn S. Chopra	2.5	2	Diligence calls with Platform bidder.
09/07/2012	Karn S. Chopra	0.5	2	Prepare diligence schedule for Platform bidder.
09/07/2012	Karn S. Chopra	0.5	4	Daily update call with management team.
09/07/2012	Karn S. Chopra	1.0	4	Follow up with management after board call.
09/07/2012	Karn S. Chopra	3.5	4	ResCap board meeting.
09/07/2012	Marc D. Puntus	2.5	2	Diligence calls with Platform bidder.
09/07/2012	Marc D. Puntus	3.5	4	ResCap board meeting.
09/07/2012	Ryan Kielty	2.5	2	Diligence calls with Platform bidder.
09/07/2012	Ryan Kielty	3.5	4	ResCap board meeting.
09/07/2012	Ryan Kielty	8.0	8	On-site diligence sessions with platform bidder.
09/06/2012	Benjamin H. Weingarten	1.0	2	Call with Debtors' advisors about GSE legacy liabilities.
09/06/2012	Benjamin H. Weingarten	12.5	2	On-site diligence sessions with platform/whole loan bidder.
09/06/2012	Benjamin H. Weingarten	0.5	2	Whole loan portfolio diligence facilitation
09/06/2012	Benjamin H. Weingarten	0.5	8	Driving from Fort Washington to hotel.
09/06/2012	Benjamin H. Weingarten	2.5	8	Driving to Fort Washington for on-site diligence sessions with platform/whole loan bidder.

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Date	Name	Hours	Legend #	Description
09/06/2012	Karn S. Chopra	1.0	2	Call with Debtors' advisors about GSE legacy liabilities.
09/06/2012	Karn S. Chopra	1.5	2	Diligence and process calls with Platform bidder.
09/06/2012	Karn S. Chopra	1.0	2	Diligence calls with various Whole Loan portfolio bidders.
09/06/2012	Karn S. Chopra	4.5	3	Meeting with UCC regarding Ally Revolver/JSB lien status.
09/06/2012	Karn S. Chopra	1.0	4	Finalize materials for board meeting.
09/06/2012	Marc D. Puntus	1.0	2	Call with Debtors' advisors about GSE legacy liabilities.
09/06/2012	Marc D. Puntus	4.5	3	Meeting with UCC regarding Ally Revolver/JSB lien status.
09/06/2012	Ryan Kielty	4.5	3	Meeting with UCC regarding Ally Revolver/JSB lien status.
09/06/2012	Samuel M. Greene	1.0	2	Call with Debtors' advisors about GSE legacy liabilities.
09/05/2012	Benjamin H. Weingarten	1.5	2	Call with client to discuss reps and warrants that could be offered with FHA/VA loan sale.
09/05/2012	Benjamin H. Weingarten	0.5	2	Dataroom work.
09/05/2012	Benjamin H. Weingarten	1.0	2	On-site diligence agenda work.
09/05/2012	Benjamin H. Weingarten	0.5	2	Whole loan portfolio diligence facilitation.
09/05/2012	Benjamin H. Weingarten	1.0	2	Whole loan portfolio diligence preparation.
09/05/2012	Benjamin H. Weingarten	1.5	3	Asset by facility analysis work.
09/05/2012	Benjamin H. Weingarten	2.5	4	Update call on PSA amendment process and next steps.
09/05/2012	Benjamin H. Weingarten	1.0	5	Data tape work.
09/05/2012	Karn S. Chopra	1.5	2	Call with client to discuss reps and warrants that could be offered with FHA/VA loan sale.
09/05/2012	Karn S. Chopra	3.0	3	Review materials and analysis for UCC meeting regarding lien perfection.
09/05/2012	Karn S. Chopra	1.0	4	Call with management team about business lending operations.
09/05/2012	Karn S. Chopra	0.5	4	Daily update call with management team.
09/05/2012	Karn S. Chopra	2.5	4	Update call on PSA amendment process and next steps.
09/05/2012	Marc D. Puntus	3.0	3	Review materials and analysis for UCC meeting regarding lien perfection.
09/05/2012	Ryan Kielty	1.5	2	Call with client to discuss reps and warrants that could be offered with FHA/VA loan sale.
09/05/2012	Ryan Kielty	1.0	2	Whole loan portfolio diligence preparation.
09/05/2012	Ryan Kielty	3.0	3	Review materials and analysis for UCC meeting regarding lien perfection.
09/05/2012	Ryan Kielty	2.5	4	Update call on PSA amendment process and next steps.
09/04/2012	Benjamin H. Weingarten	0.5	1	Asset balance reconciliation discussion.
09/04/2012	Benjamin H. Weingarten	0.5	1	Preparation of documents for examiner meeting.
09/04/2012	Benjamin H. Weingarten	1.5	1	Weekly strategy call with Debtors' advisors.
09/04/2012	Benjamin H. Weingarten	1.0	2	Facilitation of platform bidder diligence

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Date	Name	Hours	Legend #	Description
09/04/2012	Benjamin H. Weingarten	2.5	2	Internal meeting to discuss sale process to date and next steps.
09/04/2012	Benjamin H. Weingarten	0.5	2	Preparation of on-site diligence agenda.
09/04/2012	Benjamin H. Weingarten	0.5	3	Work on asset by facility reconciliation.
09/04/2012	Karn S. Chopra	1.5	1	Weekly strategy call with Debtors' advisors.
09/04/2012	Karn S. Chopra	2.5	2	Internal meeting to discuss sale process to date and next steps.
09/04/2012	Karn S. Chopra	1.5	3	Call with various creditors about FHA/VA loan process.
09/04/2012	Karn S. Chopra	2.0	3	Preparation call for upcoming creditor committee meeting.
09/04/2012	Karn S. Chopra	0.5	5	Review latest DIP forecast vs. actual results.
09/04/2012	Marc D. Puntus	1.5	1	Weekly strategy call with Debtors' advisors.
09/04/2012	Marc D. Puntus	2.5	2	Internal meeting to discuss sale process to date and next steps.
09/04/2012	Marc D. Puntus	1.5	3	Call with various creditors about FHA/VA loan process.
09/04/2012	Marc D. Puntus	2.0	3	Preparation call for upcoming creditor committee meeting.
09/04/2012	Ryan Kielty	0.5	1	Asset balance reconciliation discussion.
09/04/2012	Ryan Kielty	1.5	1	Weekly strategy call with Debtors' advisors.
09/04/2012	Ryan Kielty	2.5	2	Internal meeting to discuss sale process to date and next steps.
09/04/2012	Ryan Kielty	1.5	3	Call with various creditors about FHA/VA loan process.
09/04/2012	Ryan Kielty	2.0	3	Preparation call for upcoming creditor committee meeting.
09/04/2012	Samuel M. Greene	1.5	1	Weekly strategy call with Debtors' advisors.
09/04/2012	Samuel M. Greene	2.5	2	Internal meeting to discuss sale process to date and next steps.
09/03/2012	Karn S. Chopra	2.0	1	Call with Examiner advisors to discuss diligence and upcoming meeting.
09/03/2012	Karn S. Chopra	2.5	4	Call with mgmt team to discuss board slides and upcoming creditor committee meeting.
09/03/2012	Ryan Kielty	2.0	1	Call with Examiner advisors to discuss diligence and upcoming meeting.
09/03/2012	Ryan Kielty	2.5	4	Call with mgmt team to discuss board slides and upcoming creditor committee meeting.
09/01/2012	Benjamin H. Weingarten	1.0	2	Dataroom work.
08/31/2012	Benjamin H. Weingarten	3.0	2	Dataroom work
08/31/2012	Benjamin H. Weingarten	1.5	2	Diligence update call with the Company
08/31/2012	Benjamin H. Weingarten	1.5	2	Facilitation of diligence requests of prospective Platform bidder
08/31/2012	Benjamin H. Weingarten	2.0	2	Facilitation of prospective Whole Loan bidder diligence
08/31/2012	Karn S. Chopra	3.0	1	Prepare monthly time reports
08/31/2012	Karn S. Chopra	1.5	2	Call with Platform bidders to discuss recent submissions

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Date	Name	Hours	Legend #	Description
08/31/2012	Karn S. Chopra	2.0	2	Review Platform bidder submissions to various Debtor questions
08/31/2012	Karn S. Chopra	1.0	4	Call with management to discuss revised compensation slides
08/31/2012	Karn S. Chopra	1.5	4	Daily update call with management
08/31/2012	Marc D. Puntus	3.0	1	Prepare monthly time reports
08/31/2012	Marc D. Puntus	1.5	2	Call with Platform bidders to discuss recent submissions
08/31/2012	Marc D. Puntus	2.0	2	Review Platform bidder submissions to various Debtor questions
08/31/2012	Marc D. Puntus	1.5	4	Daily update call with management
08/31/2012	Ryan Kielty	1.5	2	Call with Platform bidders to discuss recent submissions
08/31/2012	Ryan Kielty	3.0	2	Dataroom work
08/31/2012	Ryan Kielty	1.5	2	Diligence update call with the Company
08/31/2012	Ryan Kielty	1.5	2	Facilitation of diligence requests of prospective Platform bidder
08/31/2012	Ryan Kielty	2.0	2	Facilitation of prospective Whole Loan bidder diligence
08/31/2012	Ryan Kielty	2.0	2	Review Platform bidder submissions to various Debtor questions
08/31/2012	Ryan Kielty	1.0	4	Call with management to discuss revised compensation slides
08/31/2012	Ryan Kielty	1.5	4	Daily update call with management
08/31/2012	Samuel M. Greene	3.0	1	Prepare monthly time reports
08/31/2012	Samuel M. Greene	1.5	2	Call with Platform bidders to discuss recent submissions
08/31/2012	Samuel M. Greene	2.0	2	Review Platform bidder submissions to various Debtor questions
08/30/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/30/2012	Benjamin H. Weingarten	0.5	2	Diligence call with prospective Whole Loan bidder
08/30/2012	Benjamin H. Weingarten	1.5	2	Facilitation of diligence for prospective Whole Loan bidder
08/30/2012	Benjamin H. Weingarten	1.0	2	Review and preparation of diligence materials for prospective Platform bidders
08/30/2012	Benjamin H. Weingarten	2.0	4	Call with management to discuss compensation slides
08/30/2012	Benjamin H. Weingarten	2.5	11	Facilitation of diligence for Ally with respect to potential sale of FHA/VA portfolio
08/30/2012	Karn S. Chopra	1.5	1	Review compensation slides prepared by management
08/30/2012	Karn S. Chopra	4.5	2	Diligence call with prospective Platform bidder
08/30/2012	Karn S. Chopra	2.0	4	Call with management to discuss compensation slides
08/30/2012	Marc D. Puntus	1.5	1	Review compensation slides prepared by management
08/30/2012	Marc D. Puntus	4.5	2	Diligence call with prospective Platform bidder
08/30/2012	Ryan Kielty	1.5	1	Review compensation slides prepared by management

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Date	Name	Hours	Legend #	Description
08/30/2012	Ryan Kielty	1.0	2	Dataroom work
08/30/2012	Ryan Kielty	0.5	2	Diligence call with prospective Whole Loan bidder
08/30/2012	Ryan Kielty	1.5	2	Facilitation of diligence for prospective Whole Loan bidder
08/30/2012	Ryan Kielty	1.0	2	Review and preparation of diligence materials for prospective Platform bidders
08/30/2012	Ryan Kielty	2.0	4	Call with management to discuss compensation slides
08/29/2012	Benjamin H. Weingarten	1.5	2	Call with management to discuss custodial diligence and compliance review
08/29/2012	Benjamin H. Weingarten	1.5	2	Dataroom work
08/29/2012	Benjamin H. Weingarten	1.0	2	Facilitation of prospective Whole Loan bidder diligence
08/29/2012	Benjamin H. Weingarten	0.5	2	On-site diligence agenda call with the Company
08/29/2012	Benjamin H. Weingarten	3.0	2	Preparation of materials for diligence meetings with potential Platform bidder
08/29/2012	Benjamin H. Weingarten	2.5	2	Preparation of Platform diligence materials
08/29/2012	Benjamin H. Weingarten	1.0	2	Preparation of Whole Loan diligence materials
08/29/2012	Benjamin H. Weingarten	1.5	4	Discussion of purchase price analysis with the Company
08/29/2012	Benjamin H. Weingarten	3.0	11	Internal meeting to discuss case dynamics and next steps
08/29/2012	Benjamin H. Weingarten	2.5	11	Preparation of diligence responses for Ally in connection with potential sale of FHA/VA portfolio
08/29/2012	Karn S. Chopra	1.5	1	Call to discuss KEIP opinion and next steps on KEIP motion
08/29/2012	Karn S. Chopra	1.5	1	Prepare presentation for meeting with management to discuss asset sales during estate wind down
08/29/2012	Karn S. Chopra	1.5	2	Call with management to discuss custodial diligence and compliance review
08/29/2012	Karn S. Chopra	0.5	2	Call with prospective Whole Loan bidder about compliance review
08/29/2012	Karn S. Chopra	0.5	3	Call with JSB advisors to provide sale process update
08/29/2012	Karn S. Chopra	2.5	4	Preparation for and meeting with management to discuss asset sales during estate wind down
08/29/2012	Karn S. Chopra	3.0	11	Internal meeting to discuss case dynamics and next steps
08/29/2012	Marc D. Puntus	1.5	1	Call to discuss KEIP opinion and next steps on KEIP motion
08/29/2012	Marc D. Puntus	1.5	1	Prepare presentation for meeting with management to discuss asset sales during estate wind down
08/29/2012	Marc D. Puntus	2.5	4	Preparation for and meeting with management to discuss asset sales during estate wind down
08/29/2012	Marc D. Puntus	3.0	11	Internal meeting to discuss case dynamics and next steps
08/29/2012	Ryan Kielty	1.5	1	Call to discuss KEIP opinion and next steps on KEIP motion

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Date	Name	Hours	Legend #	Description
08/29/2012	Ryan Kielty	1.5	1	Prepare presentation for meeting with management to discuss asset sales during estate wind down
08/29/2012	Ryan Kielty	1.5	2	Call with management to discuss custodial diligence and compliance review
08/29/2012	Ryan Kielty	0.5	2	Call with prospective Whole Loan bidder about compliance review
08/29/2012	Ryan Kielty	1.0	2	Facilitation of prospective Whole Loan bidder diligence
08/29/2012	Ryan Kielty	0.5	2	On-site diligence agenda call with the Company
08/29/2012	Ryan Kielty	2.5	2	Preparation of Platform diligence materials
08/29/2012	Ryan Kielty	1.0	2	Preparation of Whole Loan diligence materials
08/29/2012	Ryan Kielty	0.5	3	Call with JSB advisors to provide sale process update
08/29/2012	Ryan Kielty	1.5	4	Discussion of purchase price analysis with the Company
08/29/2012	Ryan Kielty	2.5	4	Preparation for and meeting with management to discuss asset sales during estate wind down
08/29/2012	Ryan Kielty	3.0	11	Internal meeting to discuss case dynamics and next steps
08/29/2012	Ryan Kielty	2.5	11	Preparation of diligence responses for Ally in connection with potential sale of FHA/VA portfolio
08/29/2012	Samuel M. Greene	1.5	1	Prepare presentation for meeting with management to discuss asset sales during estate wind down
08/29/2012	Samuel M. Greene	3.0	11	Internal meeting to discuss case dynamics and next steps
08/28/2012	Benjamin H. Weingarten	1.5	2	Creation of analysis for prospective Platform bidders
08/28/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/28/2012	Benjamin H. Weingarten	1.0	2	Diligence update call with prospective Whole Loan bidder
08/28/2012	Benjamin H. Weingarten	1.0	2	Review of Company recapture/payoff analysis
08/28/2012	Benjamin H. Weingarten	1.0	11	Review of Ally diligence questions regarding potential sale of FHA/VA portfolio
08/28/2012	Karn S. Chopra	1.0	2	Diligence update call with prospective Whole Loan bidder
08/28/2012	Karn S. Chopra	6.5	2	Prepare diligence materials for upcoming diligence sessions
08/28/2012	Karn S. Chopra	0.5	3	Call with UCC advisors to provide sale process update
08/28/2012	Karn S. Chopra	0.5	4	Daily update call with management
08/28/2012	Karn S. Chopra	1.0	11	Weekly strategy call with Debtor advisors
08/28/2012	Marc D. Puntus	0.5	3	Call with UCC advisors to provide sale process update
08/28/2012	Marc D. Puntus	1.0	11	Review of Ally diligence questions regarding potential sale of FHA/VA portfolio
08/28/2012	Marc D. Puntus	1.0	11	Weekly strategy call with Debtor advisors
08/28/2012	Ryan Kielty	1.5	2	Creation of analysis for prospective Platform bidders

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Date	Name	Hours	Legend #	Description
08/28/2012	Ryan Kielty	1.0	2	Diligence update call with prospective Whole Loan bidder
08/28/2012	Ryan Kielty	1.0	2	Review of Company recapture/payoff analysis
08/28/2012	Ryan Kielty	0.5	3	Call with UCC advisors to provide sale process update
08/28/2012	Ryan Kielty	0.5	4	Daily update call with management
08/28/2012	Ryan Kielty	1.0	11	Review of Ally diligence questions regarding potential sale of FHA/VA portfolio
08/28/2012	Ryan Kielty	1.0	11	Weekly strategy call with Debtor advisors
08/28/2012	Samuel M. Greene	1.0	11	Weekly strategy call with Debtor advisors
08/27/2012	Benjamin H. Weingarten	2.0	1	Reconciliation of Debtor co-advisor purchase price analysis
08/27/2012	Benjamin H. Weingarten	0.5	1	Review licensing information provided by Debtors
08/27/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/27/2012	Benjamin H. Weingarten	3.0	2	Diligence call with prospective Platform bidder
08/27/2012	Benjamin H. Weingarten	1.0	2	Diligence update call with the Company
08/27/2012	Benjamin H. Weingarten	2.0	2	Facilitation of prospective Platform bidder diligence
08/27/2012	Karn S. Chopra	0.5	1	Review licensing information provided by Debtors
08/27/2012	Karn S. Chopra	2.5	2	Calls to prepare for upcoming diligence sessions
08/27/2012	Karn S. Chopra	3.0	2	Diligence call with prospective Platform bidder
08/27/2012	Karn S. Chopra	2.5	4	Call with management about licensing for Platform bidders
08/27/2012	Karn S. Chopra	1.0	4	Daily update call with management
08/27/2012	Marc D. Puntus	2.5	2	Calls to prepare for upcoming diligence sessions
08/27/2012	Marc D. Puntus	1.0	4	Daily update call with management
08/27/2012	Ryan Kielty	2.0	1	Reconciliation of Debtor co-advisor purchase price analysis
08/27/2012	Ryan Kielty	0.5	1	Review licensing information provided by Debtors
08/27/2012	Ryan Kielty	2.5	2	Calls to prepare for upcoming diligence sessions
08/27/2012	Ryan Kielty	3.0	2	Diligence call with prospective Platform bidder
08/27/2012	Ryan Kielty	1.0	2	Diligence update call with the Company
08/27/2012	Ryan Kielty	2.0	2	Facilitation of prospective Platform bidder diligence
08/27/2012	Ryan Kielty	2.5	4	Call with management about licensing for Platform bidders
08/27/2012	Ryan Kielty	1.0	4	Daily update call with management
08/27/2012	Samuel M. Greene	2.5	2	Calls to prepare for upcoming diligence sessions
08/26/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
08/24/2012	Benjamin H. Weingarten	2.0	1	Preparation and review of updated collateral disclosure
08/24/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/24/2012	Benjamin H. Weingarten	1.0	2	Facilitation of prospective Platform bidder diligence requests
08/24/2012	Karn S. Chopra	2.0	1	Preparation and review of updated collateral disclosure
08/24/2012	Karn S. Chopra	1.0	2	Discussion between Nationstar and the Company regarding government agencies

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Date	Name	Hours	Legend #	Description
08/24/2012	Karn S. Chopra	0.5	3	Call with Barclays about potential covenant amendments
08/24/2012	Karn S. Chopra	1.5	4	Call with JSB advisors about disclosure of collateral information
08/24/2012	Karn S. Chopra	0.5	4	Call with management about potential covenant amendments
08/24/2012	Marc D. Puntus	1.0	2	Discussion between Nationstar and the Company regarding government agencies
08/24/2012	Marc D. Puntus	1.5	4	Call with JSB advisors about disclosure of collateral information
08/24/2012	Marc D. Puntus	0.5	4	Call with management about potential covenant amendments
08/24/2012	Ryan Kielty	2.0	1	Preparation and review of updated collateral disclosure
08/24/2012	Ryan Kielty	1.0	2	Discussion between Nationstar and the Company regarding government agencies
08/24/2012	Ryan Kielty	1.0	2	Facilitation of prospective Platform bidder diligence requests
08/24/2012	Ryan Kielty	0.5	3	Call with Barclays about potential covenant amendments
08/24/2012	Ryan Kielty	1.5	4	Call with JSB advisors about disclosure of collateral information
08/24/2012	Ryan Kielty	0.5	4	Call with management about potential covenant amendments
08/23/2012	Benjamin H. Weingarten	1.0	2	Facilitation of prospective Platform bidder diligence requests
08/23/2012	Benjamin H. Weingarten	1.0	2	Preparation of Fortress diligence requests
08/23/2012	Benjamin H. Weingarten	0.5	2	Preparation of weekly bidder update
08/23/2012	Benjamin H. Weingarten	2.5	2	Preparation of Whole Loan portfolio stratification
08/23/2012	Karn S. Chopra	2.0	2	Diligence call with prospective Platform bidder
08/23/2012	Karn S. Chopra	1.5	2	Diligence call with prospective Whole Loan bidder
08/23/2012	Karn S. Chopra	0.5	2	Preparation of weekly bidder update
08/23/2012	Karn S. Chopra	2.0	4	Prepare and review sale analysis for creditors
08/23/2012	Marc D. Puntus	1.5	2	Diligence call with prospective Whole Loan bidder
08/23/2012	Marc D. Puntus	2.0	4	Prepare and review sale analysis for creditors
08/23/2012	Ryan Kielty	2.0	2	Diligence call with prospective Platform bidder
08/23/2012	Ryan Kielty	1.5	2	Diligence call with prospective Whole Loan bidder
08/23/2012	Ryan Kielty	1.0	2	Facilitation of prospective Platform bidder diligence requests
08/23/2012	Ryan Kielty	1.0	2	Preparation of Fortress diligence requests
08/23/2012	Ryan Kielty	0.5	2	Preparation of weekly bidder update
08/23/2012	Ryan Kielty	2.0	4	Prepare and review sale analysis for creditors
08/22/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/22/2012	Benjamin H. Weingarten	1.0	2	Diligence update call with the Company
08/22/2012	Benjamin H. Weingarten	1.0	2	Facilitation of Fortress diligence
08/22/2012	Benjamin H. Weingarten	2.5	2	Facilitation of prospective Platform bidder diligence
08/22/2012	Benjamin H. Weingarten	1.5	2	Origination diligence call with bidder

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Date	Name	Hours	Legend #	Description
08/22/2012	Benjamin H. Weingarten	2.0	2	Work on data tapes
08/22/2012	Karn S. Chopra	1.0	4	Daily update call with management
08/22/2012	Ryan Kielty	1.0	2	Diligence update call with the Company
08/22/2012	Ryan Kielty	1.0	2	Facilitation of Fortress diligence
08/22/2012	Ryan Kielty	2.5	2	Facilitation of prospective Platform bidder diligence
08/22/2012	Ryan Kielty	1.5	2	Origination diligence call with bidder
08/21/2012	Benjamin H. Weingarten	1.0	1	Preparation of analysis of 2nd lien loans for Debtor's counsel
08/21/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/21/2012	Benjamin H. Weingarten	1.0	2	Discussion with the Company regarding Whole Loan portfolio exception report
08/21/2012	Benjamin H. Weingarten	2.5	2	Facilitation of prospective Platform bidder diligence
08/21/2012	Benjamin H. Weingarten	8.0	2	Review of APA tapes
08/21/2012	Benjamin H. Weingarten	1.0	11	ResCap advisor weekly call
08/21/2012	Karn S. Chopra	4.0	2	Diligence call with prospective Platform bidder
08/21/2012	Karn S. Chopra	1.5	2	Diligence call with prospective Whole Loan bidder
08/21/2012	Karn S. Chopra	1.0	11	ResCap advisor weekly call
08/21/2012	Marc D. Puntus	4.0	2	Diligence call with prospective Platform bidder
08/21/2012	Marc D. Puntus	1.0	11	ResCap advisor weekly call
08/21/2012	Ryan Kielty	1.0	1	Preparation of analysis of 2nd lien loans for Debtor's counsel
08/21/2012	Ryan Kielty	1.5	2	Diligence call with prospective Whole Loan bidder
08/21/2012	Ryan Kielty	1.0	2	Discussion with the Company regarding Whole Loan portfolio exception report
08/21/2012	Ryan Kielty	2.5	2	Facilitation of prospective Platform bidder diligence
08/21/2012	Ryan Kielty	1.0	11	ResCap advisor weekly call
08/21/2012	Samuel M. Greene	1.0	11	ResCap advisor weekly call
08/20/2012	Benjamin H. Weingarten	0.5	2	Call with prospective Platform bidder financial advisor regarding diligence
08/20/2012	Benjamin H. Weingarten	2.5	2	Facilitation of diligence requests of prospective Platform bidder
08/20/2012	Benjamin H. Weingarten	2.0	2	Preparation of additional servicing comments and pay histories for Whole Loan bidders
08/20/2012	Benjamin H. Weingarten	1.5	3	Discussion of potential sale of FHA/VA portfolio with Ally
08/20/2012	Benjamin H. Weingarten	1.5	3	Discussion of potential sale of FHA/VA portfolio with the JSBs
08/20/2012	Benjamin H. Weingarten	3.0	10	Reivew Company's updated financial projections and provide commentary
08/20/2012	Benjamin H. Weingarten	2.5	11	Internal meeting to discuss case dynamics and next steps
08/20/2012	Karn S. Chopra	0.5	2	Call with prospective Platform bidder financial advisor regarding diligence
08/20/2012	Karn S. Chopra	1.5	3	Discussion of potential sale of FHA/VA portfolio with Ally

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Date	Name	Hours	Legend #	Description
08/20/2012	Karn S. Chopra	1.5	3	Discussion of potential sale of FHA/VA portfolio with the JSBs
08/20/2012	Karn S. Chopra	0.5	4	Call with management regarding FHA/VA portfolio
08/20/2012	Karn S. Chopra	0.5	4	Daily update call with management
08/20/2012	Karn S. Chopra	0.5	5	Discussion of potential sale of FHA/VA portfolio with Barclays
08/20/2012	Karn S. Chopra	3.0	10	Reivew Company's updated financial projections and provide commentary
08/20/2012	Karn S. Chopra	2.5	11	Internal meeting to discuss case dynamics and next steps
08/20/2012	Marc D. Puntus	3.0	10	Reivew Company's updated financial projections and provide commentary
08/20/2012	Marc D. Puntus	2.5	11	Internal meeting to discuss case dynamics and next steps
08/20/2012	Ryan Kielty	0.5	2	Call with prospective Platform bidder financial advisor regarding diligence
08/20/2012	Ryan Kielty	2.5	2	Facilitation of diligence requests of prospective Platform bidder
08/20/2012	Ryan Kielty	1.5	3	Discussion of potential sale of FHA/VA portfolio with Ally
08/20/2012	Ryan Kielty	1.5	3	Discussion of potential sale of FHA/VA portfolio with the JSBs
08/20/2012	Ryan Kielty	0.5	4	Call with management regarding FHA/VA portfolio
08/20/2012	Ryan Kielty	0.5	5	Discussion of potential sale of FHA/VA portfolio with Barclays
08/20/2012	Ryan Kielty	3.0	10	Reivew Company's updated financial projections and provide commentary
08/20/2012	Ryan Kielty	2.5	11	Internal meeting to discuss case dynamics and next steps
08/20/2012	Samuel M. Greene	2.5	11	Internal meeting to discuss case dynamics and next steps
08/18/2012	Benjamin H. Weingarten	1.5	2	Platform bidder diligence preparation
08/18/2012	Karn S. Chopra	0.5	4	Call with management to discuss case dynamics
08/18/2012	Karn S. Chopra	0.5	4	Call with management to provide update on UCC advisor call
08/18/2012	Marc D. Puntus	0.5	4	Call with management to discuss case dynamics
08/18/2012	Marc D. Puntus	0.5	4	Call with management to provide update on UCC advisor call
08/18/2012	Ryan Kielty	1.5	2	Platform bidder diligence preparation
08/18/2012	Ryan Kielty	0.5	4	Call with management to discuss case dynamics
08/18/2012	Ryan Kielty	0.5	4	Call with management to provide update on UCC advisor call
08/18/2012	Samuel M. Greene	0.5	4	Call with management to discuss case dynamics
08/18/2012	Samuel M. Greene	0.5	4	Call with management to provide update on UCC advisor call
08/17/2012	Benjamin H. Weingarten	1.0	2	Call with management to discuss presentation on FHA/VA portfolio
08/17/2012	Benjamin H. Weingarten	1.0	2	Facilitation of Fortress diligence requests

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Date	Name	Hours	Legend #	Description
08/17/2012	Benjamin H. Weingarten	1.0	2	Facilitation of Platform diligence requests
08/17/2012	Benjamin H. Weingarten	1.0	2	Facilitation of UCC diligence requests
08/17/2012	Benjamin H. Weingarten	1.0	2	Preparation of materials on incremental confirmatory Whole Loan diligence
08/17/2012	Benjamin H. Weingarten	0.5	2	Preparation of weekly bidder update
08/17/2012	Benjamin H. Weingarten	1.5	2	Review of diligence questions with the Company
08/17/2012	Benjamin H. Weingarten	2.0	2	Reviewed prospective Platform bidder diligence list
08/17/2012	Benjamin H. Weingarten	1.5	3	Discussion with the UCC on cost of confirmatory Whole Loan diligence to the estate and potential sale of FHA/VA portfolio
08/17/2012	Karn S. Chopra	1.0	2	Call with management to discuss presentation on FHA/VA portfolio
08/17/2012	Karn S. Chopra	0.5	2	Preparation of weekly bidder update
08/17/2012	Karn S. Chopra	3.0	2	Review and update presentation on FHA/VA portfolio
08/17/2012	Karn S. Chopra	2.0	2	Reviewed prospective Platform bidder diligence list
08/17/2012	Karn S. Chopra	1.5	3	Discussion with the UCC on cost of confirmatory Whole Loan diligence to the estate and potential sale of FHA/VA portfolio
08/17/2012	Karn S. Chopra	1.0	3	Prepare for call with UCC advisors about compliance review and FHA/VA portfolio
08/17/2012	Marc D. Puntus	1.5	3	Discussion with the UCC on cost of confirmatory Whole Loan diligence to the estate and potential sale of FHA/VA portfolio
08/17/2012	Marc D. Puntus	1.0	3	Prepare for call with UCC advisors about compliance review and FHA/VA portfolio
08/17/2012	Ryan Kielty	1.0	2	Call with management to discuss presentation on FHA/VA portfolio
08/17/2012	Ryan Kielty	1.0	2	Facilitation of Platform diligence requests
08/17/2012	Ryan Kielty	1.0	2	Facilitation of UCC diligence requests
08/17/2012	Ryan Kielty	1.0	2	Preparation of materials on incremental confirmatory Whole Loan diligence
08/17/2012	Ryan Kielty	0.5	2	Preparation of weekly bidder update
08/17/2012	Ryan Kielty	3.0	2	Review and update presentation on FHA/VA portfolio
08/17/2012	Ryan Kielty	1.5	2	Review of diligence questions with the Company
08/17/2012	Ryan Kielty	2.0	2	Reviewed prospective Platform bidder diligence list
08/17/2012	Ryan Kielty	1.5	3	Discussion with the UCC on cost of confirmatory Whole Loan diligence to the estate and potential sale of FHA/VA portfolio
08/17/2012	Ryan Kielty	1.0	3	Prepare for call with UCC advisors about compliance review and FHA/VA portfolio
08/17/2012	Samuel M. Greene	1.0	3	Prepare for call with UCC advisors about compliance review and FHA/VA portfolio
08/16/2012	Benjamin H. Weingarten	2.0	1	Facilitation of Examiner-related co-advisor requests

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Date	Name	Hours	Legend #	Description
08/16/2012	Benjamin H. Weingarten	0.5	2	Call with prospective Platform bidder financial advisor regarding diligence
08/16/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/16/2012	Benjamin H. Weingarten	1.0	2	Facilitation of Fortress diligence requests
08/16/2012	Benjamin H. Weingarten	1.0	2	Preparation of servicing comments for Whole Loan bidders
08/16/2012	Benjamin H. Weingarten	3.5	2	Prepare analysis to summarize FHA/VA portfolio
08/16/2012	Benjamin H. Weingarten	1.0	4	Call with investor reporting and associated follow-up to discuss fluctuations in certain advance balances
08/16/2012	Benjamin H. Weingarten	0.5	4	Discussion on potential sale of FHA/VA portfolio
08/16/2012	Benjamin H. Weingarten	0.5	11	Reviewed Supplemental Motion pertaining to approval of RMBS Trust Settlement
08/16/2012	Karn S. Chopra	1.5	2	Call with management about strategy to monetize FHA/VA portfolio
08/16/2012	Karn S. Chopra	3.5	2	Prepare analysis to summarize FHA/VA portfolio
08/16/2012	Karn S. Chopra	2.0	3	Meeting with UCC advisors about waterfall
08/16/2012	Karn S. Chopra	0.5	4	Call with management about business lending
08/16/2012	Karn S. Chopra	0.5	4	Call with management about waterfall
08/16/2012	Karn S. Chopra	0.5	4	Discussion on potential sale of FHA/VA portfolio
08/16/2012	Karn S. Chopra	0.5	11	Reviewed Supplemental Motion pertaining to approval of RMBS Trust Settlement
08/16/2012	Marc D. Puntus	1.5	2	Call with management about strategy to monetize FHA/VA portfolio
08/16/2012	Marc D. Puntus	0.5	11	Reviewed Supplemental Motion pertaining to approval of RMBS Trust Settlement
08/16/2012	Ryan Kielty	2.0	1	Facilitation of Examiner-related co-advisor requests
08/16/2012	Ryan Kielty	1.5	2	Call with management about strategy to monetize FHA/VA portfolio
08/16/2012	Ryan Kielty	0.5	2	Call with prospective Platform bidder financial advisor regarding diligence
08/16/2012	Ryan Kielty	2.0	3	Meeting with UCC advisors about waterfall
08/16/2012	Ryan Kielty	0.5	4	Call with management about business lending
08/16/2012	Ryan Kielty	0.5	4	Call with management about waterfall
08/16/2012	Ryan Kielty	0.5	4	Discussion on potential sale of FHA/VA portfolio
08/16/2012	Ryan Kielty	0.5	11	Reviewed Supplemental Motion pertaining to approval of RMBS Trust Settlement
08/16/2012	Samuel M. Greene	0.5	11	Reviewed Supplemental Motion pertaining to approval of RMBS Trust Settlement
08/15/2012	Benjamin H. Weingarten	1.5	1	Discussion regarding Examiner document review
08/15/2012	Benjamin H. Weingarten	2.5	1	Prepared purchase price reconciliation analysis for Debtor co-advisor
08/15/2012	Benjamin H. Weingarten	0.5	1	Prepared summary of dataroom for Examiner
08/15/2012	Benjamin H. Weingarten	1.5	2	Discussion on purchase price analysis prepared by co-advisor
08/15/2012	Benjamin H. Weingarten	1.5	2	Facilitation of Fortress diligence requests
08/15/2012	Benjamin H. Weingarten	7.0	2	Preparation of servicing comments for Whole Loan bidders

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Date	Name	Hours	Legend #	Description
08/15/2012	Benjamin H. Weingarten	0.5	2	Review of Debtor analysis prepared for Fortress
08/15/2012	Benjamin H. Weingarten	1.5	2	Review of prospective Platform bidder diligence requests
08/15/2012	Karn S. Chopra	2.5	1	Prepare GSE liability analysis
08/15/2012	Karn S. Chopra	2.5	2	Various bidder due diligence calls
08/15/2012	Karn S. Chopra	1.0	3	Call with UCC advisors about subservicing and DOJ/AG settlement
08/15/2012	Karn S. Chopra	1.0	4	Daily update call with management
08/15/2012	Karn S. Chopra	2.5	7	Prepare for waterfall discussion with UCC advisors
08/15/2012	Marc D. Puntus	1.0	3	Call with UCC advisors about subservicing and DOJ/AG settlement
08/15/2012	Marc D. Puntus	2.5	7	Prepare for waterfall discussion with UCC advisors
08/15/2012	Ryan Kielty	1.5	1	Discussion regarding Examiner document review
08/15/2012	Ryan Kielty	2.5	1	Prepare GSE liability analysis
08/15/2012	Ryan Kielty	2.5	1	Prepared purchase price reconciliation analysis for Debtor co-advisor
08/15/2012	Ryan Kielty	1.5	2	Discussion on purchase price analysis prepared by co-advisor
08/15/2012	Ryan Kielty	1.0	2	Facilitation of Fortress diligence requests
08/15/2012	Ryan Kielty	0.5	2	Review of Debtor analysis prepared for Fortress
08/15/2012	Ryan Kielty	1.5	2	Review of prospective Platform bidder diligence requests
08/15/2012	Ryan Kielty	2.5	2	Various bidder due diligence calls
08/15/2012	Ryan Kielty	1.0	3	Call with UCC advisors about subservicing and DOJ/AG settlement
08/15/2012	Ryan Kielty	1.0	4	Daily update call with management
08/15/2012	Ryan Kielty	2.5	7	Prepare for waterfall discussion with UCC advisors
08/14/2012	Benjamin H. Weingarten	0.5	1	Preparation of materials for Debtor co-advisor and Debtor with respect to purchase price analysis
08/14/2012	Benjamin H. Weingarten	0.5	1	Review of small Debtor equity interest
08/14/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/14/2012	Benjamin H. Weingarten	1.5	2	Discussion with the Company and a potential Platform bidder on the Company's Affinity/Private label business
08/14/2012	Benjamin H. Weingarten	0.5	2	Discussion with the Company on cost to conduct confirmatory diligence on Whole Loan portfolio
08/14/2012	Benjamin H. Weingarten	2.0	2	Facilitation of prospective Platform bidder diligence
08/14/2012	Benjamin H. Weingarten	1.0	2	Review of Company payoff analysis
08/14/2012	Benjamin H. Weingarten	0.5	3	Diligence call with the UCC
08/14/2012	Benjamin H. Weingarten	0.5	4	Discussion on potential sale of FHA/VA portfolio
08/14/2012	Benjamin H. Weingarten	0.5	7	Call with Debtor co-advisor on recovery analysis
08/14/2012	Karn S. Chopra	0.5	2	Call with bidder about scheduling additional meeting with management

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Date	Name	Hours	Legend #	Description
08/14/2012	Karn S. Chopra	0.5	2	Call with Whole Loan bidder regarding compliance review
08/14/2012	Karn S. Chopra	1.5	2	Discussion with the Company and a potential Platform bidder on the Company's Affinity/Private label business
08/14/2012	Karn S. Chopra	0.5	2	Discussion with the Company on cost to conduct confirmatory diligence on Whole Loan portfolio
08/14/2012	Karn S. Chopra	2.5	2	Meeting with management about potential sale of FHA/VA loans
08/14/2012	Karn S. Chopra	0.5	4	Discussion on potential sale of FHA/VA portfolio
08/14/2012	Marc D. Puntus	2.5	2	Meeting with management about potential sale of FHA/VA loans
08/14/2012	Ryan Kielty	0.5	1	Preparation of materials for Debtor co-advisor and Debtor with respect to purchase price analysis
08/14/2012	Ryan Kielty	0.5	1	Review of small Debtor equity interest
08/14/2012	Ryan Kielty	0.5	2	Call with bidder about scheduling additional meeting with management
08/14/2012	Ryan Kielty	0.5	2	Call with Whole Loan bidder regarding compliance review
08/14/2012	Ryan Kielty	1.5	2	Discussion with the Company and a potential Platform bidder on the Company's Affinity/Private label business
08/14/2012	Ryan Kielty	0.5	2	Discussion with the Company on cost to conduct confirmatory diligence on Whole Loan portfolio
08/14/2012	Ryan Kielty	2.0	2	Facilitation of prospective Platform bidder diligence
08/14/2012	Ryan Kielty	2.5	2	Meeting with management about potential sale of FHA/VA loans
08/14/2012	Ryan Kielty	1.0	2	Review of Company payoff analysis
08/14/2012	Ryan Kielty	0.5	3	Diligence call with the UCC
08/14/2012	Ryan Kielty	0.5	4	Discussion on potential sale of FHA/VA portfolio
08/14/2012	Ryan Kielty	0.5	7	Call with Debtor co-advisor on recovery analysis
08/13/2012	Benjamin H. Weingarten	0.5	2	Facilitation of Fortress diligence requests
08/13/2012	Benjamin H. Weingarten	0.5	2	Facilitation of Platform bidder diligence
08/13/2012	Benjamin H. Weingarten	0.5	2	Reviewed analysis pertaining to cost of incremental confirmatory Whole Loan diligence
08/13/2012	Benjamin H. Weingarten	1.0	3	Facilitation of UCC diligence
08/13/2012	Karn S. Chopra	2.5	2	Call to discuss servicing transfer agreement and subservicing agreement
08/13/2012	Karn S. Chopra	0.5	2	Reviewed analysis pertaining to cost of incremental confirmatory Whole Loan diligence
08/13/2012	Karn S. Chopra	1.5	3	Call with creditor advisors to discuss various servicing agreements with Nationstar
08/13/2012	Karn S. Chopra	1.0	4	Daily update call with management
08/13/2012	Karn S. Chopra	4.0	7	Meeting to discuss POR issues and next steps
08/13/2012	Marc D. Puntus	2.5	2	Call to discuss servicing transfer agreement and subservicing agreement
08/13/2012	Marc D. Puntus	4.0	7	Meeting to discuss POR issues and next steps

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Date	Name	Hours	Legend #	Description
08/13/2012	Ryan Kielty	2.5	2	Call to discuss servicing transfer agreement and subservicing agreement
08/13/2012	Ryan Kielty	0.5	2	Facilitation of Platform bidder diligence
08/13/2012	Ryan Kielty	0.5	2	Reviewed analysis pertaining to cost of incremental confirmatory Whole Loan diligence
08/13/2012	Ryan Kielty	1.5	3	Call with creditor advisors to discuss various servicing agreements with Nationstar
08/13/2012	Ryan Kielty	1.0	3	Facilitation of UCC diligence
08/10/2012	Benjamin H. Weingarten	0.5	1	Call with Debtor co-advisor to discuss management presentation
08/10/2012	Benjamin H. Weingarten	2.0	1	Preparation of timesheets
08/10/2012	Benjamin H. Weingarten	1.0	2	Call with Company management to discuss analysis for bidder and follow-up work
08/10/2012	Benjamin H. Weingarten	1.0	2	Whole Loan analysis review with bidder and the Company
08/10/2012	Benjamin H. Weingarten	0.5	3	Prepared weekly bidder update
08/10/2012	Benjamin H. Weingarten	2.5	4	Board call
08/10/2012	Benjamin H. Weingarten	0.5	4	Call with Company to discuss DIP-related questions
08/10/2012	Karn S. Chopra	0.5	1	Call with Debtor co-advisor to discuss management presentation
08/10/2012	Karn S. Chopra	1.0	2	Call with bidder regarding PSA amendment section of Platform APA
08/10/2012	Karn S. Chopra	0.5	2	Call with counsel regarding PSA amendment section of Platform APA
08/10/2012	Karn S. Chopra	1.0	2	Whole Loan analysis review with bidder and the Company
08/10/2012	Karn S. Chopra	1.0	3	Call with JSB advisors to provide sale process update
08/10/2012	Karn S. Chopra	1.5	3	Call with UCC to provide sale process update
08/10/2012	Karn S. Chopra	0.5	3	Prepared weekly bidder update
08/10/2012	Karn S. Chopra	2.5	4	Board call
08/10/2012	Karn S. Chopra	2.0	4	Prepare for Board presentation
08/10/2012	Marc D. Puntus	0.5	1	Call with Debtor co-advisor to discuss management presentation
08/10/2012	Marc D. Puntus	2.5	4	Board call
08/10/2012	Marc D. Puntus	2.0	4	Prepare for Board presentation
08/10/2012	Ryan Kielty	0.5	1	Call with Debtor co-advisor to discuss management presentation
08/10/2012	Ryan Kielty	2.0	1	Preparation of timesheets
08/10/2012	Ryan Kielty	1.0	2	Call with bidder regarding PSA amendment section of Platform APA
08/10/2012	Ryan Kielty	1.0	2	Call with Company management to discuss analysis for bidder and follow-up work
08/10/2012	Ryan Kielty	0.5	2	Call with counsel regarding PSA amendment section of Platform APA
08/10/2012	Ryan Kielty	1.0	2	Whole Loan analysis review with bidder and the Company

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Date	Name	Hours	Legend #	Description
08/10/2012	Ryan Kielty	1.0	3	Call with JSB advisors to provide sale process update
08/10/2012	Ryan Kielty	1.5	3	Call with UCC to provide sale process update
08/10/2012	Ryan Kielty	0.5	3	Prepared weekly bidder update
08/10/2012	Ryan Kielty	2.5	4	Board call
08/10/2012	Ryan Kielty	0.5	4	Call with Company to discuss DIP-related questions
08/10/2012	Ryan Kielty	2.0	4	Prepare for Board presentation
08/10/2012	Samuel M. Greene	2.5	4	Board call
08/09/2012	Benjamin H. Weingarten	0.5	2	Facilitation of bidder diligence with the Company
08/09/2012	Benjamin H. Weingarten	1.0	3	Call with RMBS advisors.
08/09/2012	Benjamin H. Weingarten	0.5	3	UCC diligence facilitation
08/09/2012	Benjamin H. Weingarten	1.0	11	Dataroom work
08/09/2012	Karn S. Chopra	2.0	1	Call with management and counsel regarding DOJ/AG settlement
08/09/2012	Karn S. Chopra	0.5	1	Follow-up call with counsel regarding DOJ/AG settlement
08/09/2012	Karn S. Chopra	1.5	1	Review and provide commentary on subservicing analysis
08/09/2012	Karn S. Chopra	0.5	2	Call with Fortress/Nationstar about USAA
08/09/2012	Karn S. Chopra	1.0	3	Call with RMBS advisors.
08/09/2012	Karn S. Chopra	1.0	4	Call with management regarding USAA
08/09/2012	Karn S. Chopra	1.5	4	Review and provide commentary on Board presentation
08/09/2012	Marc D. Puntus	2.0	1	Call with management and counsel regarding DOJ/AG settlement
08/09/2012	Ryan Kielty	2.0	1	Call with management and counsel regarding DOJ/AG settlement
08/09/2012	Ryan Kielty	1.5	1	Review and provide commentary on subservicing analysis
08/09/2012	Ryan Kielty	0.5	2	Call with Fortress/Nationstar about USAA
08/09/2012	Ryan Kielty	0.5	2	Facilitation of bidder diligence with the Company
08/09/2012	Ryan Kielty	1.0	3	Call with RMBS advisors.
08/09/2012	Ryan Kielty	0.5	3	UCC diligence facilitation
08/09/2012	Ryan Kielty	1.0	4	Call with management regarding USAA
08/09/2012	Ryan Kielty	1.5	4	Review and provide commentary on Board presentation
08/08/2012	Benjamin H. Weingarten	1.0	2	Facilitated bidder diligence pertaining to servicing model
08/08/2012	Benjamin H. Weingarten	0.5	2	Whole Loan diligence preparation work with the Company
08/08/2012	Benjamin H. Weingarten	0.5	10	Reviewed Company materials in connection with pro forma business analysis
08/08/2012	Benjamin H. Weingarten	0.5	11	Review of documents outlining potential sale of FHA/VA portfolio
08/08/2012	Karn S. Chopra	0.5	1	Meet with Chopra re: DOJ/AG settlement compliance issues, UCC communications re: sale process and other issues

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Date	Name	Hours	Legend #	Description
08/08/2012	Karn S. Chopra	3.5	2	Diligence calls with bidders
08/08/2012	Karn S. Chopra	0.5	4	Daily update call with management
08/08/2012	Karn S. Chopra	4.0	4	Draft slides for Board presentation
08/08/2012	Marc D. Puntus	0.5	1	Meet with Chopra re: DOJ/AG settlement compliance issues, UCC communications re: sale process and other issues
08/08/2012	Ryan Kielty	3.5	2	Diligence calls with bidders
08/08/2012	Ryan Kielty	1.0	2	Facilitated bidder diligence pertaining to servicing model
08/08/2012	Ryan Kielty	0.5	2	Whole Loan diligence preparation work with the Company
08/08/2012	Ryan Kielty	4.0	4	Draft slides for Board presentation
08/08/2012	Ryan Kielty	0.5	10	Reviewed Company materials in connection with pro forma business analysis
08/08/2012	Ryan Kielty	0.5	11	Review of documents outlining potential sale of FHA/VA portfolio
08/07/2012	Benjamin H. Weingarten	1.0	1	Dataroom assistance with co-advisor
08/07/2012	Benjamin H. Weingarten	2.0	1	Preparation of timesheets
08/07/2012	Benjamin H. Weingarten	1.0	1	ResCap advisor weekly call
08/07/2012	Benjamin H. Weingarten	0.5	1	Reviewed Company presentation on DOJ/AG settlement progress
08/07/2012	Benjamin H. Weingarten	0.5	1	Reviewed Examiner's work plan
08/07/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
08/07/2012	Benjamin H. Weingarten	1.0	2	Diligence discussion with the Company
08/07/2012	Benjamin H. Weingarten	2.0	2	Platform diligence facilitation
08/07/2012	Benjamin H. Weingarten	1.0	2	Whole Loan diligence facilitation
08/07/2012	Benjamin H. Weingarten	0.5	3	Sale process update call with JSBs
08/07/2012	Benjamin H. Weingarten	0.5	3	UCC diligence facilitation work
08/07/2012	Karn S. Chopra	1.0	1	ResCap advisor weekly call
08/07/2012	Karn S. Chopra	0.5	2	Call with bidder regarding follow-up meetings with management
08/07/2012	Karn S. Chopra	0.5	2	Call with bidder regarding next steps in diligence process
08/07/2012	Karn S. Chopra	1.5	3	Call with JSB advisors to update them on management presentations
08/07/2012	Karn S. Chopra	1.0	3	Call with UCC advisors to update them on management presentations
08/07/2012	Karn S. Chopra	1.5	4	Call regarding sale process
08/07/2012	Marc D. Puntus	1.0	1	ResCap advisor weekly call
08/07/2012	Ryan Kielty	1.0	1	ResCap advisor weekly call
08/07/2012	Ryan Kielty	0.5	1	Reviewed Company presentation on DOJ/AG settlement progress
08/07/2012	Ryan Kielty	0.5	1	Reviewed Examiner's work plan
08/07/2012	Ryan Kielty	0.5	2	Call with bidder regarding next steps in diligence process
08/07/2012	Ryan Kielty	1.0	2	Diligence discussion with the Company
08/07/2012	Ryan Kielty	2.0	2	Platform diligence facilitation
08/07/2012	Ryan Kielty	1.0	2	Whole Loan diligence facilitation

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Date	Name	Hours	Legend #	Description
08/07/2012	Ryan Kielty	1.5	3	Call with JSB advisors to update them on management presentations
08/07/2012	Ryan Kielty	1.0	3	Call with UCC advisors to update them on management presentations
08/07/2012	Ryan Kielty	0.5	3	Sale process update call with JSBs
08/07/2012	Ryan Kielty	0.5	3	UCC diligence facilitation work
08/07/2012	Samuel M. Greene	1.0	1	ResCap advisor weekly call
08/06/2012	Benjamin H. Weingarten	5.0	1	Preparation of timesheets
08/06/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/06/2012	Benjamin H. Weingarten	0.5	2	Diligence update call with Fortress
08/06/2012	Benjamin H. Weingarten	1.0	2	Purchase price analysis call with FTI
08/06/2012	Benjamin H. Weingarten	1.5	2	Servicing model discussion with Platform bidder
08/06/2012	Benjamin H. Weingarten	1.0	3	Facilitation of UCC diligence requests
08/06/2012	Benjamin H. Weingarten	2.5	5	Review and provide commentary on recent cash flow reforecast
08/06/2012	Benjamin H. Weingarten	1.0	11	Review of subservicing and servicing transfer agreement strategy as pertains to Platform sale closing
08/06/2012	Benjamin H. Weingarten	1.0	11	Solicitation call with Debtor management and advisors
08/06/2012	Karn S. Chopra	2.0	1	Meeting with team regarding sale process/mgmt presentations, UCC diligence issues, subservicing issues, GSE approach and other matters and issues relating to the case
08/06/2012	Karn S. Chopra	3.0	2	Call with prospective bidder regarding servicing/origination platform
08/06/2012	Karn S. Chopra	1.5	4	Daily update call with management
08/06/2012	Karn S. Chopra	2.5	5	Review and provide commentary on recent cash flow reforecast
08/06/2012	Marc D. Puntus	2.0	1	Meeting with team regarding sale process/mgmt presentations, UCC diligence issues, subservicing issues, GSE approach and other matters and issues relating to the case
08/06/2012	Ryan Kielty	2.0	1	Meeting with team regarding sale process/mgmt presentations, UCC diligence issues, subservicing issues, GSE approach and other matters and issues relating to the case
08/06/2012	Ryan Kielty	0.5	2	Diligence update call with Fortress
08/06/2012	Ryan Kielty	1.0	2	Purchase price analysis call with FTI
08/06/2012	Ryan Kielty	1.5	2	Servicing model discussion with Platform bidder
08/06/2012	Ryan Kielty	1.5	4	Daily update call with management
08/06/2012	Ryan Kielty	2.5	5	Review and provide commentary on recent cash flow reforecast
08/06/2012	Ryan Kielty	1.0	11	Review of subservicing and servicing transfer agreement strategy as pertains to Platform sale closing
08/06/2012	Ryan Kielty	1.0	11	Solicitation call with Debtor management and advisors

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Date	Name	Hours	Legend #	Description
08/06/2012	Samuel M. Greene	2.0	1	Meeting with team regarding sale process/mgmt presentations, UCC diligence issues, subservicing issues, GSE approach and other matters and issues relating to the case
08/05/2012	Benjamin H. Weingarten	1.0	3	Facilitation of UCC diligence requests
08/03/2012	Benjamin H. Weingarten	7.0	1	Review and reconciliation of co-advisor's purchase price analysis
08/03/2012	Benjamin H. Weingarten	2.0	2	Calls with bidders to gauge interest after management presentations
08/03/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
08/03/2012	Benjamin H. Weingarten	0.5	2	Facilitation of Platform bidder diligence requests
08/03/2012	Benjamin H. Weingarten	2.0	2	Prepared Whole Loan portfolio stratification
08/03/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
08/03/2012	Benjamin H. Weingarten	1.5	3	Facilitation of UCC diligence requests
08/03/2012	Benjamin H. Weingarten	0.5	3	Preparation of bidder update
08/03/2012	Karn S. Chopra	2.0	1	Call with one of GSEs to provide case update and discuss next steps
08/03/2012	Karn S. Chopra	2.0	2	Calls with bidders to gauge interest after management presentations
08/03/2012	Karn S. Chopra	6.0	2	Fifth management presentation
08/03/2012	Karn S. Chopra	0.5	3	Preparation of bidder update
08/03/2012	Karn S. Chopra	1.5	4	Call with management about GSE strategy
08/03/2012	Marc D. Puntus	6.0	2	Fifth management presentation
08/03/2012	Marc D. Puntus	1.5	4	Call with management about GSE strategy
08/03/2012	Ryan Kielty	2.0	2	Calls with bidders to gauge interest after management presentations
08/03/2012	Ryan Kielty	6.0	2	Fifth management presentation
08/03/2012	Ryan Kielty	0.5	3	Preparation of bidder update
08/03/2012	Ryan Kielty	1.5	4	Call with management about GSE strategy
08/03/2012	Samuel M. Greene	6.0	2	Fifth management presentation
08/02/2012	Benjamin H. Weingarten	0.5	1	Facilitation of co-advisor document request
08/02/2012	Benjamin H. Weingarten	2.0	1	Review and reconciliation of co-advisor's purchase price analysis
08/02/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
08/02/2012	Benjamin H. Weingarten	0.5	2	Preparation of marketing materials for prospective Platform bidder
08/02/2012	Benjamin H. Weingarten	2.5	2	Preparation of returns analysis
08/02/2012	Benjamin H. Weingarten	1.0	2	Tape updating work with the Company
08/02/2012	Benjamin H. Weingarten	1.0	2	Whole Loan portfolio diligence
08/02/2012	Karn S. Chopra	1.0	2	Debrief after 4th management presentation
08/02/2012	Karn S. Chopra	3.5	2	Fourth management presentation
08/02/2012	Karn S. Chopra	2.0	2	Internal meeting to discuss sale process next steps
08/02/2012	Karn S. Chopra	1.0	2	Prep for 4th management presentation
08/02/2012	Marc D. Puntus	1.0	2	Debrief after 4th management presentation
08/02/2012	Marc D. Puntus	3.5	2	Fourth management presentation

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Date	Name	Hours	Legend #	Description
08/02/2012	Marc D. Puntus	2.0	2	Internal meeting to discuss sale process next steps
08/02/2012	Ryan Kielty	2.0	1	Review and reconciliation of co-advisor's purchase price analysis
08/02/2012	Ryan Kielty	1.0	2	Debrief after 4th management presentation
08/02/2012	Ryan Kielty	2.0	2	Internal meeting to discuss sale process next steps
08/02/2012	Ryan Kielty	1.0	2	Prep for 4th management presentation
08/02/2012	Ryan Kielty	0.5	2	Preparation of marketing materials for prospective Platform bidder
08/02/2012	Ryan Kielty	2.5	2	Preparation of returns analysis
08/02/2012	Samuel M. Greene	1.0	2	Debrief after 4th management presentation
08/02/2012	Samuel M. Greene	3.5	2	Fourth management presentation
08/02/2012	Samuel M. Greene	2.0	2	Internal meeting to discuss sale process next steps
08/02/2012	Samuel M. Greene	1.0	2	Prep for 4th management presentation
08/01/2012	Benjamin H. Weingarten	1.0	2	Assisted Fortress with diligence questions
08/01/2012	Benjamin H. Weingarten	1.5	2	Preparation of materials for management presentation
08/01/2012	Benjamin H. Weingarten	1.5	2	Prospective Platform bidder diligence follow-up work
08/01/2012	Benjamin H. Weingarten	3.0	10	Worked on incremental sub-servicing opportunity analysis
08/01/2012	Karn S. Chopra	0.5	2	Debrief after management presentation
08/01/2012	Karn S. Chopra	1.5	2	Prep for 3rd management presentation
08/01/2012	Karn S. Chopra	5.5	2	Third management presentation
08/01/2012	Karn S. Chopra	2.5	2	Updated management presentation
08/01/2012	Marc D. Puntus	1.5	2	Prep for 3rd management presentation
08/01/2012	Marc D. Puntus	5.5	2	Third management presentation
08/01/2012	Ryan Kielty	1.0	2	Assisted Fortress with diligence questions
08/01/2012	Ryan Kielty	1.5	2	Prep for 3rd management presentation
08/01/2012	Ryan Kielty	1.5	2	Preparation of materials for management presentation
08/01/2012	Ryan Kielty	2.5	2	Updated management presentation
08/01/2012	Ryan Kielty	3.0	10	Worked on incremental sub-servicing opportunity analysis
08/01/2012	Samuel M. Greene	1.5	2	Prep for 3rd management presentation
08/01/2012	Samuel M. Greene	5.5	2	Third management presentation
07/31/2012	Benjamin H. Weingarten	1.0	2	Debrief with management after first two management presentations
07/31/2012	Benjamin H. Weingarten	3.0	2	Management presentation with platform bidder
07/31/2012	Benjamin H. Weingarten	3.0	2	Second management presentation
07/31/2012	Karn S. Chopra	1.0	2	Debrief with management after first two management presentations
07/31/2012	Karn S. Chopra	3.0	2	Management presentation with platform bidder
07/31/2012	Karn S. Chopra	3.0	2	Second management presentation
07/31/2012	Marc D. Puntus	1.0	2	Debrief with management after first two management presentations

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Date	Name	Hours	Legend #	Description
07/31/2012	Marc D. Puntus	3.0	2	Management presentation with platform bidder
07/31/2012	Marc D. Puntus	3.0	2	Second management presentation
07/31/2012	Ryan Kielty	1.0	2	Debrief with management after first two management presentations
07/31/2012	Ryan Kielty	3.0	2	Management presentation with platform bidder
07/31/2012	Samuel M. Greene	1.0	2	Debrief with management after first two management presentations
07/31/2012	Samuel M. Greene	3.0	2	Management presentation with platform bidder
07/31/2012	Samuel M. Greene	3.0	2	Second management presentation
07/30/2012	Benjamin H. Weingarten	1.0	2	Final changes to management presentation before printing
07/30/2012	Benjamin H. Weingarten	2.0	2	Finalization of Management Presentation
07/30/2012	Benjamin H. Weingarten	5.0	9	Facilitation of platform bidder diligence
07/30/2012	Benjamin H. Weingarten	1.0	9	Facilitation of whole loan bidder diligence
07/30/2012	Benjamin H. Weingarten	0.5	11	Advisor call regarding JSB disclosure request.
07/30/2012	Karn S. Chopra	1.0	2	Final changes to management presentation before printing
07/30/2012	Karn S. Chopra	2.5	2	Second dry run of management presentation with Company
07/30/2012	Karn S. Chopra	1.0	4	Call with management about latest subservicing negotiations
07/30/2012	Karn S. Chopra	0.5	4	Daily update call with management
07/30/2012	Karn S. Chopra	0.5	11	Advisor call regarding JSB disclosure request.
07/30/2012	Karn S. Chopra	3.0	11	Meeting with Ally advisors about sale process and global strategy
07/30/2012	Marc D. Puntus	2.5	2	Second dry run of management presentation with Company
07/30/2012	Marc D. Puntus	3.0	11	Meeting with Ally advisors about sale process and global strategy
07/30/2012	Ryan Kielty	1.0	2	Final changes to management presentation before printing
07/30/2012	Ryan Kielty	2.0	2	Finalization of Management Presentation
07/30/2012	Ryan Kielty	2.5	2	Second dry run of management presentation with Company
07/30/2012	Ryan Kielty	1.0	4	Call with management about latest subservicing negotiations
07/30/2012	Ryan Kielty	1.0	9	Facilitation of whole loan bidder diligence
07/30/2012	Ryan Kielty	0.5	11	Advisor call regarding JSB disclosure request.
07/30/2012	Samuel M. Greene	2.5	2	Second dry run of management presentation with Company
07/30/2012	Samuel M. Greene	3.0	11	Meeting with Ally advisors about sale process and global strategy
07/27/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/27/2012	Benjamin H. Weingarten	1.5	2	Updates to management presentation based on dry run
07/27/2012	Karn S. Chopra	1.5	2	Updates to management presentation based on dry run
07/27/2012	Karn S. Chopra	4.5	4	Dry run of management presentation with Company

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Date	Name	Hours	Legend #	Description
07/27/2012	Marc D. Puntus	4.5	4	Dry run of management presentation with Company
07/27/2012	Ryan Kielty	1.5	2	Updates to management presentation based on dry run
07/27/2012	Samuel M. Greene	4.5	4	Dry run of management presentation with Company
07/26/2012	Karn S. Chopra	0.5	2	Follow up call regarding management presentations
07/26/2012	Karn S. Chopra	2.0	2	Review updated management presentation
07/26/2012	Karn S. Chopra	1.5	3	Call with JSBs about collateral report
07/26/2012	Karn S. Chopra	1.5	3	Call with UCC regarding sale process update and whole loan data updates
07/26/2012	Karn S. Chopra	0.5	4	Call with management about business plan
07/26/2012	Karn S. Chopra	0.5	4	Daily call with management
07/26/2012	Marc D. Puntus	4.5	2	Final Review of Management Presentation
07/26/2012	Marc D. Puntus	0.5	2	Follow up call regarding management presentations
07/26/2012	Marc D. Puntus	2.0	2	Review updated management presentation
07/26/2012	Marc D. Puntus	1.5	3	Call with JSBs about collateral report
07/26/2012	Ryan Kielty	0.5	2	Follow up call regarding management presentations
07/26/2012	Ryan Kielty	2.0	2	Review updated management presentation
07/26/2012	Ryan Kielty	1.5	3	Call with UCC regarding sale process update and whole loan data updates
07/26/2012	Samuel M. Greene	4.5	2	Final Review of Management Presentation
07/26/2012	Samuel M. Greene	2.0	2	Review updated management presentation
07/26/2012	Samuel M. Greene	1.5	3	Call with JSBs about collateral report
07/25/2012	Benjamin H. Weingarten	2.0	2	Calls with whole loan bidders regarding data tapes
07/25/2012	Karn S. Chopra	2.0	2	Calls with whole loan bidders regarding data tapes
07/25/2012	Karn S. Chopra	1.5	2	Review updated management presentation
07/25/2012	Karn S. Chopra	0.5	5	Call with Barclays about small amendment required
07/25/2012	Karn S. Chopra	3.0	10	Call with management about financial projections in management presentation
07/25/2012	Marc D. Puntus	3.0	10	Call with management about financial projections in management presentation
07/25/2012	Ryan Kielty	2.0	2	Calls with whole loan bidders regarding data tapes
07/25/2012	Samuel M. Greene	3.0	10	Call with management about financial projections in management presentation
07/24/2012	Benjamin H. Weingarten	4.0	2	Draft slides for management presentation
07/24/2012	Benjamin H. Weingarten	0.5	4	FHA/VA discussion with management
07/24/2012	Karn S. Chopra	6.0	1	ResCap hearing including prep for and calls
07/24/2012	Karn S. Chopra	4.0	2	Draft slides for management presentation
07/24/2012	Karn S. Chopra	0.5	4	FHA/VA discussion with management
07/24/2012	Karn S. Chopra	1.0	4	Pre-hearing meeting with Company and advisors

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
07/24/2012	Marc D. Puntus	6.0	1	ResCap hearing including prep for and calls
07/24/2012	Marc D. Puntus	1.0	4	Pre-hearing meeting with Company and advisors
07/24/2012	Ryan Kielty	4.0	2	Draft slides for management presentation
07/24/2012	Ryan Kielty	0.5	4	FHA/VA discussion with management
07/24/2012	Ryan Kielty	1.0	4	Pre-hearing meeting with Company and advisors
07/24/2012	Samuel M. Greene	6.0	1	ResCap hearing including prep for and calls
07/24/2012	Samuel M. Greene	1.0	4	Pre-hearing meeting with Company and advisors
07/23/2012	Benjamin H. Weingarten	1.0	1	Finalize materials for hearing on 7/24
07/23/2012	Benjamin H. Weingarten	1.5	11	Call amongst advisors to discuss collateral report
07/23/2012	Karn S. Chopra	1.0	1	Finalize materials for hearing on 7/24
07/23/2012	Karn S. Chopra	1.0	3	Call with Houlihan about sale process
07/23/2012	Karn S. Chopra	2.0	4	Call with Company about servicing transfer agreement with bidder
07/23/2012	Karn S. Chopra	0.5	4	Daily update call with management
07/23/2012	Karn S. Chopra	1.5	11	Call amongst advisors to discuss collateral report
07/23/2012	Karn S. Chopra	1.5	11	Review updated collateral report
07/23/2012	Marc D. Puntus	1.5	11	Call amongst advisors to discuss collateral report
07/23/2012	Marc D. Puntus	1.5	11	Review updated collateral report
07/23/2012	Ryan Kielty	1.0	1	Finalize materials for hearing on 7/24
07/23/2012	Ryan Kielty	1.0	3	Call with Houlihan about sale process
07/23/2012	Ryan Kielty	2.0	4	Call with Company about servicing transfer agreement with bidder
07/23/2012	Ryan Kielty	1.5	11	Review updated collateral report
07/23/2012	Samuel M. Greene	1.5	11	Call amongst advisors to discuss collateral report
07/23/2012	Samuel M. Greene	1.5	11	Review updated collateral report
07/20/2012	Benjamin H. Weingarten	10.0	2	APA tape review and finalization
07/20/2012	Benjamin H. Weingarten	5.0	2	Continued drafting of Management Presentation
07/20/2012	Benjamin H. Weingarten	3.0	2	Finalization of initial cost-to-service analysis
07/20/2012	Benjamin H. Weingarten	2.0	2	Review of 5/31 whole loan strat
07/20/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/20/2012	Benjamin H. Weingarten	1.0	3	Call with JSBs regarding assets remaining in estate
07/20/2012	Benjamin H. Weingarten	0.5	9	Facilitation of whole loan bidder diligence
07/20/2012	Karn S. Chopra	1.5	1	Board call
07/20/2012	Karn S. Chopra	2.0	2	Calls with bidders to set up management presentations
07/20/2012	Karn S. Chopra	0.5	2	Review additional slides for management presentation
07/20/2012	Karn S. Chopra	1.0	3	Call with JSBs regarding assets remaining in estate
07/20/2012	Karn S. Chopra	1.0	4	Call with management regarding Kathy Patrick settlement timing
07/20/2012	Karn S. Chopra	1.0	4	Prep for Board call
07/20/2012	Karn S. Chopra	1.0	5	Call with Barclays about potential amendments to DIP
07/20/2012	Marc D. Puntus	1.5	1	Board call
07/20/2012	Marc D. Puntus	1.0	4	Prep for Board call

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Date	Name	Hours	Legend #	Description
07/20/2012	Ryan Kielty	2.0	2	Calls with bidders to set up management presentations
07/20/2012	Ryan Kielty	5.0	2	Continued drafting of Management Presentation
07/20/2012	Ryan Kielty	1.0	3	Call with JSBs regarding assets remaining in estate
07/20/2012	Samuel M. Greene	1.5	1	Board call
07/20/2012	Samuel M. Greene	1.0	4	Prep for Board call
07/19/2012	Benjamin H. Weingarten	0.5	2	Assistance of co-advisor on purchase price allocation analysis
07/19/2012	Benjamin H. Weingarten	0.5	2	Call with prospective whole loan bidders regarding diligence
07/19/2012	Benjamin H. Weingarten	2.0	2	Continued drafting of Management Presentation
07/19/2012	Benjamin H. Weingarten	1.5	2	Facilitation of whole loan bidder diligence
07/19/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/19/2012	Karn S. Chopra	3.0	2	Review and discuss and revise initial draft of management presentation
07/19/2012	Karn S. Chopra	1.0	3	Call with JSB about upcoming dominimus asset sales
07/19/2012	Karn S. Chopra	1.5	3	Call with UCC about upcoming de minimis asset sales
07/19/2012	Karn S. Chopra	1.0	4	Call with advisors about upcoming subservicing meetings
07/19/2012	Marc D. Puntus	3.0	2	Review and discuss and revise initial draft of management presentation
07/19/2012	Marc D. Puntus	1.0	4	Call with advisors about upcoming subservicing meetings
07/19/2012	Ryan Kielty	0.5	2	Call with prospective whole loan bidders regarding diligence
07/19/2012	Ryan Kielty	2.0	2	Continued drafting of Management Presentation
07/19/2012	Ryan Kielty	1.5	2	Facilitation of whole loan bidder diligence
07/19/2012	Ryan Kielty	3.0	2	Review and discuss and revise initial draft of management presentation
07/19/2012	Samuel M. Greene	3.0	2	Review and discuss and revise initial draft of management presentation
07/19/2012	Samuel M. Greene	1.0	4	Call with advisors about upcoming subservicing meetings
07/18/2012	Benjamin H. Weingarten	2.0	1	Created additional slide for Puntus Declaration in Support of Centerview's Retention Application
07/18/2012	Benjamin H. Weingarten	1.5	4	Call with management about whole loan compliance review process
07/18/2012	Benjamin H. Weingarten	1.0	11	Advisor status update call regarding case and UCC communication
07/18/2012	Karn S. Chopra	1.0	2	Call with bidders about whole loan sale process
07/18/2012	Karn S. Chopra	0.5	3	Call with UCC about compliance review process
07/18/2012	Karn S. Chopra	1.5	4	Call with management about whole loan compliance review process
07/18/2012	Karn S. Chopra	1.5	4	Daily call with management
07/18/2012	Karn S. Chopra	1.0	11	Advisor status update call regarding case and UCC communication

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
07/18/2012	Marc D. Puntus	1.0	11	Advisor status update call regarding case and UCC communication
07/18/2012	Ryan Kielty	1.0	2	Call with bidders about whole loan sale process
07/18/2012	Ryan Kielty	0.5	3	Call with UCC about compliance review process
07/18/2012	Ryan Kielty	1.5	4	Call with management about whole loan compliance review process
07/18/2012	Ryan Kielty	1.0	11	Advisor status update call regarding case and UCC communication
07/18/2012	Samuel M. Greene	1.0	11	Advisor status update call regarding case and UCC communication
07/17/2012	Benjamin H. Weingarten	1.5	2	Various diligence calls with bidders
07/17/2012	Karn S. Chopra	1.5	2	Various diligence calls with bidders
07/17/2012	Karn S. Chopra	3.0	3	Meeting with UCC regarding sale process, subservicing, etc.
07/17/2012	Karn S. Chopra	1.5	11	Advisor call to debrief on UCC meeting and discuss next steps
07/17/2012	Marc D. Puntus	3.0	3	Meeting with UCC regarding sale process, subservicing, etc.
07/17/2012	Ryan Kielty	1.5	2	Various diligence calls with bidders
07/17/2012	Samuel M. Greene	3.0	3	Meeting with UCC regarding sale process, subservicing, etc.
07/16/2012	Benjamin H. Weingarten	1.0	2	Continued drafting of Management Presentation
07/16/2012	Benjamin H. Weingarten	2.5	2	Continued work on cost-to-service analyses
07/16/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/16/2012	Benjamin H. Weingarten	2.0	3	Prep for UCC meeting regarding subservicing
07/16/2012	Benjamin H. Weingarten	0.5	9	Facilitation of bidder diligence
07/16/2012	Benjamin H. Weingarten	0.5	9	Handling of UCC diligence request on purchase price analysis
07/16/2012	Karn S. Chopra	1.5	3	Call with UCC advisors about sale process
07/16/2012	Karn S. Chopra	2.0	3	Prep for UCC meeting regarding subservicing
07/16/2012	Karn S. Chopra	2.5	3	Prepare materials for UCC call
07/16/2012	Karn S. Chopra	1.0	4	Daily call with management
07/16/2012	Marc D. Puntus	2.0	3	Prep for UCC meeting regarding subservicing
07/16/2012	Ryan Kielty	1.5	3	Call with UCC advisors about sale process
07/16/2012	Ryan Kielty	2.0	3	Prep for UCC meeting regarding subservicing
07/16/2012	Ryan Kielty	2.5	3	Prepare materials for UCC call
07/16/2012	Ryan Kielty	0.5	9	Handling of UCC diligence request on purchase price analysis
07/16/2012	Samuel M. Greene	2.0	3	Prep for UCC meeting regarding subservicing
07/15/2012	Benjamin H. Weingarten	1.0	2	Continued drafting of Management Presentation
07/15/2012	Karn S. Chopra	1.0	2	Continued drafting of Management Presentation
07/15/2012	Karn S. Chopra	1.5	4	Call with management about Ally Bank indemnifications
07/15/2012	Ryan Kielty	1.0	2	Continued drafting of Management Presentation
07/13/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/13/2012	Benjamin H. Weingarten	0.5	4	Assisted Debtor with APA schedule questions
07/13/2012	Benjamin H. Weingarten	1.0	9	Finalized FHA/VA loan tape and strat

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Residential Capital, LLC
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Date	Name	Hours	Legend #	Description
07/13/2012	Karn S. Chopra	0.5	1	Prep for ResCap hearing
07/13/2012	Karn S. Chopra	3.5	1	ResCap hearing
07/13/2012	Karn S. Chopra	1.0	2	Review PSA Amendment schedules
07/13/2012	Karn S. Chopra	0.5	4	Daily update call with management
07/13/2012	Karn S. Chopra	1.5	10	Review June financial performance
07/13/2012	Marc D. Puntus	3.5	1	ResCap hearing
07/13/2012	Marc D. Puntus	1.5	10	Review June financial performance
07/13/2012	Ryan Kielty	1.5	10	Review June financial performance
07/13/2012	Samuel M. Greene	3.5	1	ResCap hearing
07/13/2012	Samuel M. Greene	1.5	10	Review June financial performance
07/12/2012	Benjamin H. Weingarten	1.5	2	Continued work on cost-to-service analysis
07/12/2012	Benjamin H. Weingarten	2.0	2	Drafted purchase price schedule
07/12/2012	Benjamin H. Weingarten	1.5	4	ResCap Board Meeting
07/12/2012	Benjamin H. Weingarten	1.0	9	Call with bidder to discuss P&L analysis
07/12/2012	Benjamin H. Weingarten	0.5	9	Facilitation of bidder diligence
07/12/2012	Karn S. Chopra	1.5	4	ResCap Board Meeting
07/12/2012	Marc D. Puntus	1.5	4	ResCap Board Meeting
07/12/2012	Ryan Kielty	2.0	2	Drafted purchase price schedule
07/12/2012	Ryan Kielty	1.5	4	ResCap Board Meeting
07/12/2012	Ryan Kielty	1.0	9	Call with bidder to discuss P&L analysis
07/12/2012	Ryan Kielty	0.5	9	Facilitation of bidder diligence
07/12/2012	Samuel M. Greene	1.5	4	ResCap Board Meeting
07/11/2012	Benjamin H. Weingarten	0.5	2	Call with respect to provision of certain schedules for prospective bidders
07/11/2012	Benjamin H. Weingarten	2.0	2	Diligence calls with prospective bidders
07/11/2012	Benjamin H. Weingarten	1.5	6	Draft and discuss Marano Declaration
07/11/2012	Benjamin H. Weingarten	0.5	9	Dataroom work
07/11/2012	Benjamin H. Weingarten	0.5	9	Facilitation of bidder diligence questions
07/11/2012	Benjamin H. Weingarten	0.5	11	Call to discuss provision of APA schedules and disclosure memoranda to various parties
07/11/2012	Karn S. Chopra	1.5	2	Call with bidder and management about PSA amendments
07/11/2012	Karn S. Chopra	2.0	2	Diligence calls with prospective bidders
07/11/2012	Karn S. Chopra	1.0	4	Call with management about timing of PLS litigation settlement
07/11/2012	Karn S. Chopra	0.5	4	Call with management about whole loan assets remaining w/ Platform post-sale
07/11/2012	Karn S. Chopra	0.5	4	Call with management for daily update
07/11/2012	Karn S. Chopra	1.5	6	Draft and discuss Marano Declaration
07/11/2012	Karn S. Chopra	0.5	11	Call to discuss provision of APA schedules and disclosure memoranda to various parties
07/11/2012	Ryan Kielty	1.5	2	Call with bidder and management about PSA amendments
07/11/2012	Ryan Kielty	0.5	2	Call with respect to provision of certain schedules for prospective bidders
07/11/2012	Ryan Kielty	2.0	2	Diligence calls with prospective bidders

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Date	Name	Hours	Legend #	Description
07/11/2012	Ryan Kielty	0.5	4	Call with management about whole loan assets remaining w/ Platform post-sale
07/10/2012	Benjamin H. Weingarten	2.5	2	Diligence calls with prospective bidders
07/10/2012	Benjamin H. Weingarten	1.5	3	Whole loan diligence call with the Company
07/10/2012	Benjamin H. Weingarten	1.0	4	Call with management to discuss whole loan dataroom
07/10/2012	Benjamin H. Weingarten	1.0	4	Call with management to discuss whole loan purchase price analysis
07/10/2012	Benjamin H. Weingarten	1.5	9	Continued work on cost-to-service analysis
07/10/2012	Benjamin H. Weingarten	0.5	9	Facilitation of bidder diligence
07/10/2012	Karn S. Chopra	2.5	2	Diligence calls with prospective bidders
07/10/2012	Karn S. Chopra	1.5	3	Call with UCC advisors about whole loan data tapes
07/10/2012	Karn S. Chopra	1.5	3	Whole loan diligence call with the Company
07/10/2012	Karn S. Chopra	1.5	4	Call with management about PSA amendments and whole loan servicing post-sale
07/10/2012	Karn S. Chopra	1.0	4	Call with management to discuss whole loan dataroom
07/10/2012	Karn S. Chopra	1.0	4	Call with management to discuss whole loan purchase price analysis
07/10/2012	Karn S. Chopra	1.0	4	Prepare slides for 7/12 Board Meeting
07/10/2012	Marc D. Puntus	4.0	1	Meet with Schrock re: case generally, sale process, etc.
07/10/2012	Marc D. Puntus	1.0	4	Prepare slides for 7/12 Board Meeting
07/10/2012	Ryan Kielty	2.5	2	Diligence calls with prospective bidders
07/10/2012	Ryan Kielty	1.5	3	Whole loan diligence call with the Company
07/10/2012	Ryan Kielty	1.5	4	Call with management about PSA amendments and whole loan servicing post-sale
07/10/2012	Ryan Kielty	1.0	4	Call with management to discuss whole loan dataroom
07/10/2012	Ryan Kielty	1.0	4	Call with management to discuss whole loan purchase price analysis
07/10/2012	Ryan Kielty	1.0	4	Prepare slides for 7/12 Board Meeting
07/10/2012	Samuel M. Greene	1.0	4	Prepare slides for 7/12 Board Meeting
07/09/2012	Benjamin H. Weingarten	0.5	2	Diligence and Management Presentation call with the Company
07/09/2012	Benjamin H. Weingarten	2.0	2	Drafting of Management Presentation
07/09/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/09/2012	Benjamin H. Weingarten	1.0	3	Call with JSB advisors about asset rollforwards
07/09/2012	Benjamin H. Weingarten	1.0	4	UCC whole loan diligence pre-call
07/09/2012	Benjamin H. Weingarten	2.0	9	Began work on various cost-to-service analyses
07/09/2012	Benjamin H. Weingarten	1.0	9	Review of FHA/VA diligence items
07/09/2012	Karn S. Chopra	2.0	2	Diligence calls with prospective bidders
07/09/2012	Karn S. Chopra	1.0	3	Call with JSB advisors about asset rollforwards
07/09/2012	Karn S. Chopra	1.0	4	Call with management about asset rollforwards
07/09/2012	Karn S. Chopra	1.5	4	Call with management for daily update
07/09/2012	Ryan Kielty	0.5	2	Diligence and Management Presentation call with the Company

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Date	Name	Hours	Legend #	Description
07/09/2012	Ryan Kielty	2.0	2	Diligence calls with prospective bidders
07/09/2012	Ryan Kielty	1.0	4	Call with management about asset rollforwards
07/09/2012	Ryan Kielty	1.0	4	UCC whole loan diligence pre-call
07/06/2012	Benjamin H. Weingarten	1.5	3	Call with JSB advisors about Aurelius letter and next steps
07/06/2012	Benjamin H. Weingarten	0.5	9	Prepared liability schedule for UCC
07/06/2012	Benjamin H. Weingarten	0.5	11	Review of Aurelius follow-up letter
07/06/2012	Karn S. Chopra	1.5	3	Call with JSB advisors about Aurelius letter and next steps
07/06/2012	Karn S. Chopra	0.5	11	Review of Aurelius follow-up letter
07/06/2012	Ryan Kielty	1.5	3	Call with JSB advisors about Aurelius letter and next steps
07/06/2012	Ryan Kielty	0.5	11	Review of Aurelius follow-up letter
07/05/2012	Benjamin H. Weingarten	2.0	2	Finalized projected purchase price analysis
07/05/2012	Benjamin H. Weingarten	0.5	2	Reviewed whole loan bid analysis prepared by Debtor
07/05/2012	Benjamin H. Weingarten	0.5	11	Reviewed reply letter to AFI
07/05/2012	Karn S. Chopra	2.0	2	Finalized projected purchase price analysis
07/05/2012	Karn S. Chopra	0.5	2	Reviewed whole loan bid analysis prepared by Debtor
07/05/2012	Karn S. Chopra	1.0	3	Call with UCC advisors about history of origination
07/05/2012	Karn S. Chopra	1.0	3	Review purchase price analysis for creditors
07/05/2012	Karn S. Chopra	1.5	11	Draft summary of historical origination / servicing arrangement between Debtors and Ally Bank
07/05/2012	Karn S. Chopra	1.5	11	Read and provided comments to Debtor response to Ally Bank letter about indemnification payments
07/05/2012	Karn S. Chopra	0.5	11	Reviewed reply letter to AFI
07/05/2012	Ryan Kielty	2.0	2	Finalized projected purchase price analysis
07/05/2012	Ryan Kielty	0.5	2	Reviewed whole loan bid analysis prepared by Debtor
07/05/2012	Ryan Kielty	0.5	11	Reviewed reply letter to AFI
07/03/2012	Benjamin H. Weingarten	0.5	2	Call with whole loan bidder about data tapes and file reviews
07/03/2012	Benjamin H. Weingarten	2.0	2	Cleaned up dataroom
07/03/2012	Benjamin H. Weingarten	2.0	2	Drafted purchase price analysis
07/03/2012	Benjamin H. Weingarten	0.5	2	Handled bidder diligence request on disclosures, schedules and collateral reports
07/03/2012	Benjamin H. Weingarten	0.5	11	Review of response letter to Aurelius memo
07/03/2012	Karn S. Chopra	0.5	2	Call with whole loan bidder about data tapes and file reviews
07/03/2012	Karn S. Chopra	0.5	11	Review of response letter to Aurelius memo
07/03/2012	Ryan Kielty	5.0	1	Drafting Centerview Retention Application
07/03/2012	Ryan Kielty	0.5	2	Call with whole loan bidder about data tapes and file reviews
07/03/2012	Ryan Kielty	0.5	11	Review of response letter to Aurelius memo
07/02/2012	Benjamin H. Weingarten	3.0	2	Call with prospective bidders regarding diligence

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Date	Name	Hours	Legend #	Description
07/02/2012	Benjamin H. Weingarten	0.5	2	Dataroom call with co-advisor
07/02/2012	Benjamin H. Weingarten	0.5	2	Discussion on reorganization of dataroom
07/02/2012	Benjamin H. Weingarten	1.5	2	Drafted projected purchase price analysis
07/02/2012	Benjamin H. Weingarten	2.0	2	Drafted purchase price schedule
07/02/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
07/02/2012	Benjamin H. Weingarten	0.5	9	Facilitation of bidder diligence requests
07/02/2012	Benjamin H. Weingarten	0.5	9	Handling of whole loan bidder diligence
07/02/2012	Benjamin H. Weingarten	1.0	9	Review of FHA/VA loan tape
07/02/2012	Karn S. Chopra	3.0	2	Call with prospective bidders regarding diligence
07/02/2012	Karn S. Chopra	1.5	4	Call with management to prep for meeting with UCC
07/02/2012	Karn S. Chopra	3.0	4	Meeting with UCC advisors about origination and Ally Bank subservicing
07/02/2012	Karn S. Chopra	1.5	4	Read, analyzed and discussed Aurelius letter to JSBs
07/02/2012	Ryan Kielty	3.0	2	Call with prospective bidders regarding diligence
07/02/2012	Ryan Kielty	1.5	4	Read, analyzed and discussed Aurelius letter to JSBs
07/02/2012	Samuel M. Greene	5.0	3	Met with UCC advisors
07/02/2012	Samuel M. Greene	1.5	4	Read, analyzed and discussed Aurelius letter to JSBs
07/01/2012	Benjamin H. Weingarten	0.5	11	Reviewed Aurelius letter to JSBs
07/01/2012	Marc D. Puntus	0.5	1	Call with Karn re: subservicing and UCC issues and related
06/29/2012	Benjamin H. Weingarten	1.5	9	Finalization of whole loan bidder diligence list
06/29/2012	Karn S. Chopra	1.5	3	Call with JSB advisors about revised collateral analysis
06/29/2012	Karn S. Chopra	2.5	3	Review updated JSB collateral analysis
06/29/2012	Marc D. Puntus	2.5	1	Review of Centerview Retention Application
06/29/2012	Ryan Kielty	1.5	3	Call with JSB advisors about revised collateral analysis
06/29/2012	Samuel M. Greene	2.5	1	Review of Centerview Retention Application
06/28/2012	Benjamin H. Weingarten	1.0	2	Whole loan bidder diligence call and follow-up
06/28/2012	Benjamin H. Weingarten	1.0	3	Calls about changes in JSB collateral
06/28/2012	Benjamin H. Weingarten	3.0	3	Review and work on collateral analysis for Junior Secured Bonds
06/28/2012	Benjamin H. Weingarten	1.0	9	Facilitating of UCC diligence requests
06/28/2012	Benjamin H. Weingarten	1.5	9	Prepared whole loan bidder diligence list
06/28/2012	Karn S. Chopra	1.0	3	Calls about changes in JSB collateral
06/28/2012	Karn S. Chopra	3.0	3	Review and work on collateral analysis for Junior Secured Bonds
06/28/2012	Karn S. Chopra	1.0	4	Daily update call with management
06/28/2012	Samuel M. Greene	3.0	1	Reviewed various statements and filings
06/27/2012	Benjamin H. Weingarten	2.0	2	Calls regarding whole loan diligence
06/27/2012	Benjamin H. Weingarten	1.5	2	Drafted projected purchase price analysis
06/27/2012	Benjamin H. Weingarten	1.5	2	Whole loan bidder diligence call and analysis review

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Date	Name	Hours	Legend #	Description
06/27/2012	Karn S. Chopra	2.0	2	Calls regarding whole loan diligence
06/27/2012	Karn S. Chopra	1.5	2	Calls with MoFo re: sale process, subservicing issues, related
06/27/2012	Karn S. Chopra	2.5	3	Call with UCC about subservicing - revised presentation
06/27/2012	Karn S. Chopra	0.5	4	Daily update call with management
06/27/2012	Karn S. Chopra	1.5	11	Call with Ally advisors about subservicing
06/27/2012	Marc D. Puntus	1.5	2	Calls with MoFo re: sale process, subservicing issues, related
06/27/2012	Marc D. Puntus	2.5	3	Call with UCC about subservicing - revised presentation
06/27/2012	Ryan Kielty	2.0	2	Calls regarding whole loan diligence
06/27/2012	Ryan Kielty	1.5	2	Whole loan bidder diligence call and analysis review
06/27/2012	Samuel M. Greene	1.5	2	Calls with MoFo re: sale process, subservicing issues, related
06/27/2012	Samuel M. Greene	2.5	3	Call with UCC about subservicing - revised presentation
06/26/2012	Benjamin H. Weingarten	1.5	2	Drafted internal purchase price schedule
06/26/2012	Benjamin H. Weingarten	2.5	2	Finalization of whole loan stratification
06/26/2012	Benjamin H. Weingarten	1.0	2	Meeting internally to discuss sale process milestones/next steps
06/26/2012	Benjamin H. Weingarten	0.5	9	Call with management regarding bidder whole loan diligence
06/26/2012	Benjamin H. Weingarten	2.5	9	Handling of whole loan bidder diligence requests
06/26/2012	Karn S. Chopra	1.0	2	Meeting internally to discuss sale process milestones/next steps
06/26/2012	Karn S. Chopra	1.5	3	Call with creditor (JSB) about case, next steps, sale process, etc.
06/26/2012	Karn S. Chopra	2.0	3	Work on various analyses requested by UCC advisors
06/26/2012	Karn S. Chopra	1.5	4	Call with management about decision to stop reimbursing Ally Bank indemnification payments
06/26/2012	Karn S. Chopra	2.5	11	Review and work on Ally Bank subservicing presentation
06/26/2012	Marc D. Puntus	1.0	2	Meeting internally to discuss sale process milestones/next steps
06/26/2012	Ryan Kielty	1.5	2	Drafted internal purchase price schedule
06/26/2012	Ryan Kielty	1.0	2	Meeting internally to discuss sale process milestones/next steps
06/26/2012	Ryan Kielty	1.5	3	Call with creditor (JSB) about case, next steps, sale process, etc.
06/26/2012	Ryan Kielty	2.0	3	Work on various analyses requested by UCC advisors
06/26/2012	Ryan Kielty	2.5	9	Handling of whole loan bidder diligence requests
06/26/2012	Samuel M. Greene	1.0	2	Meeting internally to discuss sale process milestones/next steps
06/26/2012	Samuel M. Greene	2.0	3	Work on various analyses requested by UCC advisors
06/25/2012	Benjamin H. Weingarten	5.0	2	Continued review of whole loan stratification

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Date	Name	Hours	Legend #	Description
06/25/2012	Benjamin H. Weingarten	2.0	2	Drafted projected purchase price analysis
06/25/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/25/2012	Benjamin H. Weingarten	1.0	3	Call with UCC advisors about subservicing profitability
06/25/2012	Karn S. Chopra	1.0	3	Call with UCC advisors about subservicing profitability
06/25/2012	Karn S. Chopra	1.5	4	Call with management about loan modifications
06/25/2012	Karn S. Chopra	1.5	4	Call with management about whole loan portfolio bids
06/25/2012	Karn S. Chopra	1.0	11	Call with Evercore providing update on case and subservicing negotiations
06/25/2012	Karn S. Chopra	2.5	11	Work on presentation justifying Ally subservicing
06/25/2012	Marc D. Puntus	1.0	3	Call with UCC advisors about subservicing profitability
06/25/2012	Ryan Kielty	1.0	3	Call with UCC advisors about subservicing profitability
06/25/2012	Ryan Kielty	1.5	4	Call with management about loan modifications
06/25/2012	Ryan Kielty	1.5	4	Call with management about whole loan portfolio bids
06/24/2012	Benjamin H. Weingarten	3.0	2	Review of whole loan stratification
06/24/2012	Benjamin H. Weingarten	3.0	10	Cleaned up business plan model for release to bidders
06/24/2012	Ryan Kielty	3.0	10	Cleaned up business plan model for release to bidders
06/23/2012	Benjamin H. Weingarten	2.0	2	Reviewed Debtor-prepared PSA amendment purchase price sensitivity analysis and provided commentary
06/23/2012	Benjamin H. Weingarten	1.0	9	Developed whole loan diligence tracker
06/23/2012	Benjamin H. Weingarten	1.5	9	Prepared and sent whole loan diligence to UCC
06/23/2012	Benjamin H. Weingarten	2.0	11	Preparation of subservicing analysis for co-advisor
06/23/2012	Ryan Kielty	2.0	11	Preparation of subservicing analysis for co-advisor
06/22/2012	Benjamin H. Weingarten	0.5	2	Facilitated whole loan diligence with the Debtor
06/22/2012	Benjamin H. Weingarten	8.0	2	Finalization of CIM
06/22/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/22/2012	Benjamin H. Weingarten	2.0	4	Call with ResCap team to prepare for call with UCC about subservicing
06/22/2012	Benjamin H. Weingarten	1.0	9	Call with the Company to discuss UCC questions on the whole loan portfolio
06/22/2012	Karn S. Chopra	1.0	2	Call with prospective bidders regarding diligence
06/22/2012	Karn S. Chopra	2.0	3	Call with UCC advisors about subservicing
06/22/2012	Karn S. Chopra	1.5	4	Call with management about profitability of Ally Bank subservicing agreement
06/22/2012	Karn S. Chopra	2.0	4	Call with ResCap team to prepare for call with UCC about subservicing
06/22/2012	Karn S. Chopra	1.0	4	Daily call with management about number of topics

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Date	Name	Hours	Legend #	Description
06/22/2012	Marc D. Puntus	2.0	4	Call with ResCap team to prepare for call with UCC about subservicing
06/22/2012	Ryan Kielty	8.0	2	Finalization of CIM
06/22/2012	Ryan Kielty	2.0	4	Call with ResCap team to prepare for call with UCC about subservicing
06/22/2012	Ryan Kielty	1.0	9	Call with the Company to discuss UCC questions on the whole loan portfolio
06/22/2012	Samuel M. Greene	2.0	4	Call with ResCap team to prepare for call with UCC about subservicing
06/21/2012	Benjamin H. Weingarten	1.5	1	Preparation of professional fees analysis
06/21/2012	Benjamin H. Weingarten	4.0	2	Continued drafting of CIM
06/21/2012	Benjamin H. Weingarten	4.0	2	Review of APA tapes
06/21/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/21/2012	Benjamin H. Weingarten	5.0	2	Work on whole loan portfolio stratification
06/21/2012	Benjamin H. Weingarten	3.5	4	Call with management about CIM
06/21/2012	Benjamin H. Weingarten	2.0	4	Call with management to review draft of CIM
06/21/2012	Benjamin H. Weingarten	0.5	4	Follow-up call with Debtor on origination analysis
06/21/2012	Benjamin H. Weingarten	1.0	9	Call with bidder to discuss valuation of advances
06/21/2012	Benjamin H. Weingarten	1.0	10	Continued work on business plan model
06/21/2012	Karn S. Chopra	0.5	2	Call with bidders about diligence questions
06/21/2012	Karn S. Chopra	1.5	2	Review and revise CIM
06/21/2012	Karn S. Chopra	3.5	4	Call with management about CIM
06/21/2012	Karn S. Chopra	0.5	4	Call with management about non-GSE loan repurchases
06/21/2012	Karn S. Chopra	2.0	4	Call with management to review draft of CIM
06/21/2012	Karn S. Chopra	1.5	10	Review and revise business plan
06/21/2012	Ryan Kielty	1.5	1	Preparation of professional fees analysis
06/21/2012	Ryan Kielty	4.0	2	Continued drafting of CIM
06/21/2012	Ryan Kielty	3.5	4	Call with management about CIM
06/21/2012	Ryan Kielty	2.0	4	Call with management to review draft of CIM
06/21/2012	Ryan Kielty	1.0	9	Call with bidder to discuss valuation of advances
06/21/2012	Samuel M. Greene	4.0	2	Meeting with prospective bidder
06/20/2012	Benjamin H. Weingarten	1.5	2	Call with Berkshire about whole loan portfolio
06/20/2012	Benjamin H. Weingarten	1.5	2	Call with the Debtor to review CIM
06/20/2012	Benjamin H. Weingarten	2.5	2	Continued drafting of CIM
06/20/2012	Benjamin H. Weingarten	1.5	2	Drafted adjusted purchase price summary for amended APAs
06/20/2012	Benjamin H. Weingarten	4.0	2	Review of APA tapes
06/20/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/20/2012	Benjamin H. Weingarten	0.5	9	Assistance with diligence on servicing agreements associated with whole loan portfolio
06/20/2012	Benjamin H. Weingarten	0.5	9	Assistance with UCC diligence on whole loan portfolio
06/20/2012	Benjamin H. Weingarten	0.5	10	Call with Debtor on updated business plan assumptions
06/20/2012	Benjamin H. Weingarten	1.5	10	Continued work on business plan model
06/20/2012	Karn S. Chopra	1.5	2	Call with Berkshire about whole loan portfolio

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Date	Name	Hours	Legend #	Description
06/20/2012	Karn S. Chopra	2.5	2	Calls with various bidders about sale procedures post court approval
06/20/2012	Karn S. Chopra	1.5	2	Negotiation of NDAs with bidders
06/20/2012	Karn S. Chopra	5.0	2	Review and revise CIM
06/20/2012	Karn S. Chopra	1.0	4	Update call with management
06/20/2012	Karn S. Chopra	0.5	9	Assistance with diligence on servicing agreements associated with whole loan portfolio
06/20/2012	Marc D. Puntus	1.0	4	Update call with management
06/20/2012	Ryan Kielty	1.5	2	Call with Berkshire about whole loan portfolio
06/20/2012	Ryan Kielty	1.5	2	Call with the Debtor to review CIM
06/20/2012	Ryan Kielty	0.5	10	Call with Debtor on updated business plan assumptions
06/20/2012	Samuel M. Greene	1.0	4	Update call with management
06/19/2012	Benjamin H. Weingarten	2.0	2	Continued drafting of CIM
06/19/2012	Benjamin H. Weingarten	1.0	2	Dataroom work
06/19/2012	Benjamin H. Weingarten	3.5	2	Review of APA tapes
06/19/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/19/2012	Benjamin H. Weingarten	1.0	4	Board call to discuss revised bids
06/19/2012	Benjamin H. Weingarten	0.5	9	Review of whole loan tape
06/19/2012	Benjamin H. Weingarten	2.5	10	Continued work on business plan model
06/19/2012	Karn S. Chopra	2.0	1	In court for hearings
06/19/2012	Karn S. Chopra	1.5	3	Call with UCC about loss mitigation
06/19/2012	Karn S. Chopra	1.0	4	Board call to discuss revised bids
06/19/2012	Karn S. Chopra	0.5	4	Call with management about brokerage fee in origination motion
06/19/2012	Karn S. Chopra	1.0	4	Call with management to discuss Ally Bank indemnity payments
06/19/2012	Marc D. Puntus	1.0	4	Board call to discuss revised bids
06/19/2012	Ryan Kielty	2.0	2	Continued drafting of CIM
06/19/2012	Ryan Kielty	3.5	2	Review of APA tapes
06/19/2012	Ryan Kielty	1.5	3	Call with UCC about loss mitigation
06/19/2012	Ryan Kielty	1.0	4	Board call to discuss revised bids
06/19/2012	Samuel M. Greene	1.0	4	Board call to discuss revised bids
06/18/2012	Benjamin H. Weingarten	8.0	1	In court for hearings
06/18/2012	Benjamin H. Weingarten	0.5	2	Drafted bid analysis
06/18/2012	Benjamin H. Weingarten	1.5	4	Meeting with management to discuss revised bids and hearing results
06/18/2012	Benjamin H. Weingarten	1.5	9	Facilitated with management outstanding diligence/APA items
06/18/2012	Karn S. Chopra	8.0	1	In court for hearings
06/18/2012	Karn S. Chopra	1.5	4	Meeting with management to discuss revised bids and hearing results
06/18/2012	Marc D. Puntus	8.0	1	In court for hearings
06/18/2012	Marc D. Puntus	1.5	4	Meeting with management to discuss revised bids and hearing results
06/18/2012	Ryan Kielty	8.0	1	In court for hearings
06/18/2012	Ryan Kielty	0.5	2	Drafted bid analysis

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Date	Name	Hours	Legend #	Description
06/18/2012	Ryan Kielty	1.5	4	Meeting with management to discuss revised bids and hearing results
06/18/2012	Ryan Kielty	1.5	9	Facilitated with management outstanding diligence/APA items
06/18/2012	Samuel M. Greene	8.0	1	In court for hearings
06/18/2012	Samuel M. Greene	1.5	4	Meeting with management to discuss revised bids and hearing results
06/17/2012	Benjamin H. Weingarten	1.5	1	Review of materials prior to sale procedures hearing
06/17/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/17/2012	Benjamin H. Weingarten	0.5	4	Call regarding competing bids for whole loan portfolio with management
06/17/2012	Karn S. Chopra	1.5	1	Review of materials prior to sale procedures hearing
06/17/2012	Karn S. Chopra	1.0	3	Call with UCC about subservicing
06/17/2012	Karn S. Chopra	1.5	3	Prepare with Company for call with UCC about sub-servicing
06/17/2012	Marc D. Puntus	1.5	1	Review of materials prior to sale procedures hearing
06/17/2012	Marc D. Puntus	1.5	3	Prepare with Company for call with UCC about sub-servicing
06/17/2012	Ryan Kielty	1.5	1	Review of materials prior to sale procedures hearing
06/17/2012	Ryan Kielty	1.5	3	Prepare with Company for call with UCC about sub-servicing
06/17/2012	Samuel M. Greene	1.5	1	Review of materials prior to sale procedures hearing
06/17/2012	Samuel M. Greene	0.5	4	Call regarding competing bids for whole loan portfolio with management
06/16/2012	Benjamin H. Weingarten	3.5	2	Review of APA tapes
06/15/2012	Benjamin H. Weingarten	0.5	2	Call with the Company on CIM updates
06/15/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/15/2012	Benjamin H. Weingarten	1.5	4	Board Meeting to discuss revised bids
06/15/2012	Benjamin H. Weingarten	1.5	4	Finalize presentation for Board
06/15/2012	Benjamin H. Weingarten	0.5	9	Facilitation of bidder diligence with the Debtor
06/15/2012	Benjamin H. Weingarten	1.5	9	Work facilitating preparation of APA and DIP diligence items
06/15/2012	Benjamin H. Weingarten	1.0	10	Continued work on business plan model
06/15/2012	Benjamin H. Weingarten	0.5	11	Review of Ally Bank letter
06/15/2012	Karn S. Chopra	2.0	2	Meet with UCC advisors and Fortress re: sale process
06/15/2012	Karn S. Chopra	2.0	2	Meeting with bidder and UCC on sale procedures
06/15/2012	Karn S. Chopra	2.5	3	Call with UCC about all motions, focus on Ally sub-servicing
06/15/2012	Karn S. Chopra	1.0	3	Meeting with UCC on DIP motions
06/15/2012	Karn S. Chopra	1.5	4	Board Meeting to discuss revised bids
06/15/2012	Karn S. Chopra	1.5	4	Finalize presentation for Board
06/15/2012	Marc D. Puntus	2.0	2	Meet with UCC advisors and Fortress re: sale process

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Date	Name	Hours	Legend #	Description
06/15/2012	Marc D. Puntus	2.5	3	Call with UCC about all motions, focus on Ally sub-servicing
06/15/2012	Marc D. Puntus	1.5	4	Board Meeting to discuss revised bids
06/15/2012	Marc D. Puntus	1.5	4	Finalize presentation for Board
06/15/2012	Ryan Kielty	0.5	2	Call with the Company on CIM updates
06/15/2012	Ryan Kielty	1.5	4	Board Meeting to discuss revised bids
06/15/2012	Ryan Kielty	1.0	10	Continued work on business plan model
06/15/2012	Ryan Kielty	0.5	11	Review of Ally Bank letter
06/15/2012	Samuel M. Greene	2.0	2	Meet with UCC advisors and Fortress re: sale process
06/15/2012	Samuel M. Greene	2.5	3	Call with UCC about all motions, focus on Ally sub-servicing
06/15/2012	Samuel M. Greene	1.5	4	Board Meeting to discuss revised bids
06/15/2012	Samuel M. Greene	1.5	4	Finalize presentation for Board
06/14/2012	Benjamin H. Weingarten	0.5	1	Production of Court documents for our deal team
06/14/2012	Benjamin H. Weingarten	0.5	2	Assisted Debtor with APA tape preparation
06/14/2012	Benjamin H. Weingarten	3.0	2	Continued work on CIM
06/14/2012	Benjamin H. Weingarten	2.0	2	Finalization of break-up fee analysis
06/14/2012	Benjamin H. Weingarten	2.0	10	Continued work on business plan model
06/14/2012	Karn S. Chopra	2.0	2	Finalization of break-up fee analysis
06/14/2012	Karn S. Chopra	1.5	3	Call with UCC advisors about sale process
06/14/2012	Karn S. Chopra	1.0	4	Work on Board Presentation
06/14/2012	Karn S. Chopra	3.5	6	Work on Greene Declaration
06/14/2012	Karn S. Chopra	1.0	6	Work on Puntus Declaration
06/14/2012	Karn S. Chopra	3.0	10	Work on business plan for CIM
06/14/2012	Marc D. Puntus	1.0	6	Work on Puntus Declaration
06/14/2012	Ryan Kielty	3.5	6	Work on Greene Declaration
06/13/2012	Benjamin H. Weingarten	1.0	2	Continued drafting of CIM
06/13/2012	Benjamin H. Weingarten	1.0	2	Finalization of PSA purchase price sensitivity analysis.
06/13/2012	Benjamin H. Weingarten	1.0	3	Follow-up call with Company regarding origination/Ally subservicing
06/13/2012	Benjamin H. Weingarten	0.5	4	Call regarding analysis prepared for bidder
06/13/2012	Benjamin H. Weingarten	1.0	9	Facilitating analysis between the Debtor and bidder
06/13/2012	Benjamin H. Weingarten	2.5	10	Continued work on business plan model
06/13/2012	Karn S. Chopra	1.0	3	Follow-up call with Company regarding origination/Ally subservicing
06/13/2012	Karn S. Chopra	4.5	3	Meeting with UCC advisors about DIP budget and waterfall
06/13/2012	Karn S. Chopra	1.0	4	Call with management about how to address objections
06/13/2012	Karn S. Chopra	0.5	5	Call with Barclays about changes to DIP motion
06/13/2012	Karn S. Chopra	1.0	5	Review new declaration and meet with Chopra re: same
06/13/2012	Karn S. Chopra	1.5	6	Work on Greene Declaration
06/13/2012	Karn S. Chopra	1.0	6	Work on Puntus Declaration

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Date	Name	Hours	Legend #	Description
06/13/2012	Marc D. Puntus	1.0	2	Calls with Paul Ferdinands (counsel for Lone Star) re: whole loan sale process, objection, other issues, and follow up internally and with MoFo
06/13/2012	Marc D. Puntus	1.5	2	Meet with Fortress re: sale process, bid procedures, objections, etc.
06/13/2012	Marc D. Puntus	1.0	5	Review new declaration and meet with Chopra re: same
06/13/2012	Ryan Kielty	1.0	3	Follow-up call with Company regarding origination/Ally subservicing
06/13/2012	Ryan Kielty	0.5	4	Call regarding analysis prepared for bidder
06/13/2012	Samuel M. Greene	1.5	2	Call with prospective bidder
06/13/2012	Samuel M. Greene	1.5	2	Meet with Fortress re: sale process, bid procedures, objections, etc.
06/12/2012	Benjamin H. Weingarten	4.0	2	Continued drafting of CIM
06/12/2012	Benjamin H. Weingarten	2.0	2	Drafted PSA purchase price sensitivity analysis
06/12/2012	Benjamin H. Weingarten	2.0	2	Preparation of analysis on competing APAs
06/12/2012	Benjamin H. Weingarten	0.5	4	Call with management about objections received
06/12/2012	Benjamin H. Weingarten	0.5	4	Call with management regarding outstanding bidder diligence requests and business plan
06/12/2012	Benjamin H. Weingarten	1.5	4	Discussion on advances by trustee in connection with PSA purchase price sensitivity analysis
06/12/2012	Benjamin H. Weingarten	4.0	10	Continued work on business plan model
06/12/2012	Karn S. Chopra	3.0	1	Hearing in front of Judge Glenn
06/12/2012	Karn S. Chopra	1.0	1	Prep for hearing
06/12/2012	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss first day motions
06/12/2012	Karn S. Chopra	0.5	4	Call with management about objections received
06/12/2012	Karn S. Chopra	1.0	5	Review DIP budget and variance analysis
06/12/2012	Karn S. Chopra	1.0	11	Call amongst advisors to discuss objections
06/12/2012	Ryan Kielty	4.0	2	Continued drafting of CIM
06/12/2012	Ryan Kielty	2.0	2	Preparation of analysis on competing APAs
06/12/2012	Ryan Kielty	0.5	4	Call with management about objections received
06/12/2012	Ryan Kielty	4.0	10	Continued work on business plan model
06/12/2012	Samuel M. Greene	6.0	1	In court for hearing
06/12/2012	Samuel M. Greene	1.5	2	Call with prospective bidder
06/12/2012	Samuel M. Greene	1.0	8	Travel to and from hearing
06/11/2012	Benjamin H. Weingarten	1.0	1	Preparation of data tapes for the Court
06/11/2012	Benjamin H. Weingarten	1.0	2	Continued drafting of CIM
06/11/2012	Benjamin H. Weingarten	0.5	2	Dataroom assistance with co-advisor
06/11/2012	Benjamin H. Weingarten	1.0	2	Drafted PSA purchase price sensitivity analysis
06/11/2012	Benjamin H. Weingarten	1.0	2	Prepared analysis in connection with revised business plan
06/11/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/11/2012	Benjamin H. Weingarten	0.5	3	Follow-up call with the Company regarding Freddie Mac Termination metrics
06/11/2012	Benjamin H. Weingarten	3.0	6	Review Sam's deposition transcript

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Date	Name	Hours	Legend #	Description
06/11/2012	Benjamin H. Weingarten	1.0	9	Review of and assistance with analysis prepared by UCC regarding serviced assets
06/11/2012	Benjamin H. Weingarten	2.5	10	Continued work on business plan model
06/11/2012	Benjamin H. Weingarten	1.0	10	Reviewed revised business plan with management
06/11/2012	Karn S. Chopra	1.0	2	Calls with prospective bidders
06/11/2012	Karn S. Chopra	2.0	2	Review objections
06/11/2012	Karn S. Chopra	0.5	3	Follow-up call with the Company regarding Freddie Mac Termination metrics
06/11/2012	Karn S. Chopra	0.5	4	Daily update call with management
06/11/2012	Karn S. Chopra	3.0	6	Review Sam's deposition transcript
06/11/2012	Karn S. Chopra	1.0	10	Reviewed revised business plan with management
06/11/2012	Marc D. Puntus	2.0	2	Review objections
06/11/2012	Ryan Kielty	1.0	2	Prepared analysis in connection with revised business plan
06/11/2012	Ryan Kielty	2.0	2	Review objections
06/11/2012	Ryan Kielty	0.5	3	Follow-up call with the Company regarding Freddie Mac Termination metrics
06/11/2012	Ryan Kielty	1.0	9	Review of and assistance with analysis prepared by UCC regarding serviced assets
06/11/2012	Ryan Kielty	1.0	10	Reviewed revised business plan with management
06/11/2012	Samuel M. Greene	1.5	2	Call with prospective bidder
06/11/2012	Samuel M. Greene	2.0	2	Review objections
06/10/2012	Benjamin H. Weingarten	2.0	3	Finalization of bid summary for UCC
06/10/2012	Benjamin H. Weingarten	0.5	4	Additional pre-call regarding Supplemental Servicing discussion with the UCC
06/10/2012	Karn S. Chopra	2.0	3	Finalization of bid summary for UCC
06/10/2012	Karn S. Chopra	0.5	4	Additional pre-call regarding Supplemental Servicing discussion with the UCC
06/10/2012	Ryan Kielty	2.0	3	Finalization of bid summary for UCC
06/10/2012	Ryan Kielty	0.5	4	Additional pre-call regarding Supplemental Servicing discussion with the UCC
06/09/2012	Benjamin H. Weingarten	1.0	3	Drafted bid summary for UCC
06/09/2012	Benjamin H. Weingarten	1.5	3	Pre-call regarding Supplemental Servicing discussion with UCC
06/09/2012	Benjamin H. Weingarten	1.0	3	UCC diligence preparation
06/09/2012	Karn S. Chopra	1.5	3	Pre-call regarding Supplemental Servicing discussion with UCC
06/09/2012	Ryan Kielty	1.5	3	Pre-call regarding Supplemental Servicing discussion with UCC
06/08/2012	Benjamin H. Weingarten	1.0	2	Continued drafting of CIM
06/08/2012	Benjamin H. Weingarten	1.0	3	Call regarding Freddie Mac metrics with the Company
06/08/2012	Benjamin H. Weingarten	1.5	3	Calls with UCC about motions for 6/12 and 6/18
06/08/2012	Benjamin H. Weingarten	2.0	4	Board call
06/08/2012	Benjamin H. Weingarten	1.0	4	Call to discuss advance data in connection with PSA amendment analysis

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Date	Name	Hours	Legend #	Description
06/08/2012	Benjamin H. Weingarten	2.0	5	Analysis and call with valuation agent on DIP collateral
06/08/2012	Karn S. Chopra	0.5	2	Call with prospective buyers
06/08/2012	Karn S. Chopra	1.5	3	Calls with UCC about motions for 6/12 and 6/18
06/08/2012	Karn S. Chopra	2.0	4	Board call
06/08/2012	Karn S. Chopra	1.0	4	Daily update call with management
06/08/2012	Karn S. Chopra	1.0	5	Call with Moody's
06/08/2012	Marc D. Puntus	0.5	2	Call with prospective buyers
06/08/2012	Ryan Kielty	0.5	2	Call with prospective buyers
06/08/2012	Ryan Kielty	1.5	3	Calls with UCC about motions for 6/12 and 6/18
06/08/2012	Ryan Kielty	2.0	4	Board call
06/08/2012	Ryan Kielty	1.0	4	Call to discuss advance data in connection with PSA amendment analysis
06/08/2012	Ryan Kielty	1.0	4	Daily update call with management
06/08/2012	Samuel M. Greene	0.5	2	Call with prospective buyers
06/07/2012	Benjamin H. Weingarten	0.5	1	Preparation of court documents
06/07/2012	Benjamin H. Weingarten	2.0	2	Continued drafting of CIM
06/07/2012	Benjamin H. Weingarten	1.5	2	Dataroom assistance with co-advisor
06/07/2012	Benjamin H. Weingarten	0.5	2	Dataroom work
06/07/2012	Benjamin H. Weingarten	2.0	2	Drafted PSA purchase price sensitivity analysis
06/07/2012	Benjamin H. Weingarten	2.5	2	Preparation of revised CIM
06/07/2012	Benjamin H. Weingarten	1.0	2	Prospective bidder research
06/07/2012	Benjamin H. Weingarten	0.5	2	Review of Weschler Declaration
06/07/2012	Benjamin H. Weingarten	4.0	2	Servicing termination analysis
06/07/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/07/2012	Benjamin H. Weingarten	0.5	3	Call with Treasury on release of liquidity/facility reports for lenders
06/07/2012	Benjamin H. Weingarten	0.5	3	UCC diligence preparation
06/07/2012	Benjamin H. Weingarten	1.5	10	Business model refresh work
06/07/2012	Benjamin H. Weingarten	0.5	10	Call with management about revised business plan
06/07/2012	Karn S. Chopra	4.5	2	Attended Marc's deposition
06/07/2012	Karn S. Chopra	2.5	2	Preparation of revised CIM
06/07/2012	Karn S. Chopra	1.5	3	Call with UCC advisors about DIP motions
06/07/2012	Karn S. Chopra	1.0	5	Call with Barclays and rating agencies
06/07/2012	Karn S. Chopra	0.5	10	Call with management about revised business plan
06/07/2012	Marc D. Puntus	8.0	5	Prep for and attend my deposition
06/07/2012	Ryan Kielty	2.0	2	Continued drafting of CIM
06/07/2012	Ryan Kielty	2.0	2	Drafted PSA purchase price sensitivity analysis
06/07/2012	Ryan Kielty	2.5	2	Preparation of revised CIM
06/07/2012	Ryan Kielty	0.5	10	Call with management about revised business plan
06/06/2012	Benjamin H. Weingarten	0.5	2	Break-up fee analysis work
06/06/2012	Benjamin H. Weingarten	1.5	2	Prospective bidder research
06/06/2012	Benjamin H. Weingarten	4.0	2	Servicing termination analysis

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Date	Name	Hours	Legend #	Description
06/06/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/06/2012	Benjamin H. Weingarten	1.5	3	Call to discuss Freddie Mac transfer metrics with the Company
06/06/2012	Benjamin H. Weingarten	4.0	3	UCC meeting
06/06/2012	Benjamin H. Weingarten	0.5	3	UCC presentation follow-up work
06/06/2012	Benjamin H. Weingarten	1.0	4	Call to discuss recurring diligence items
06/06/2012	Karn S. Chopra	1.5	2	Calls with potential bidders
06/06/2012	Karn S. Chopra	1.5	3	Call to discuss Freddie Mac transfer metrics with the Company
06/06/2012	Karn S. Chopra	1.5	3	Prep for UCC meeting
06/06/2012	Karn S. Chopra	4.0	3	UCC meeting
06/06/2012	Karn S. Chopra	1.0	11	Review of company analysis on loan modifications
06/06/2012	Marc D. Puntus	1.5	3	Prep for UCC meeting
06/06/2012	Marc D. Puntus	4.0	3	UCC meeting
06/06/2012	Marc D. Puntus	1.0	11	Review of company analysis on loan modifications
06/06/2012	Ryan Kielty	1.5	2	Calls with potential bidders
06/06/2012	Ryan Kielty	1.5	2	Prospective bidder research
06/06/2012	Ryan Kielty	4.0	2	Servicing termination analysis
06/06/2012	Ryan Kielty	1.5	3	Call to discuss Freddie Mac transfer metrics with the Company
06/06/2012	Ryan Kielty	1.5	3	Prep for UCC meeting
06/06/2012	Ryan Kielty	4.0	3	UCC meeting
06/06/2012	Ryan Kielty	0.5	3	UCC presentation follow-up work
06/06/2012	Ryan Kielty	1.0	4	Call to discuss recurring diligence items
06/06/2012	Samuel M. Greene	6.0	2	Prep for and attend my deposition
06/06/2012	Samuel M. Greene	1.0	11	Review of company analysis on loan modifications
06/05/2012	Benjamin H. Weingarten	0.5	2	Break-up fee analysis work
06/05/2012	Benjamin H. Weingarten	2.0	2	Continued work on CIM
06/05/2012	Benjamin H. Weingarten	0.5	2	Facilitation of bidder diligence requests
06/05/2012	Benjamin H. Weingarten	2.0	3	Call with the Company and advisors to prepare for UCC meeting
06/05/2012	Benjamin H. Weingarten	1.5	3	Continued work on UCC presentation
06/05/2012	Benjamin H. Weingarten	1.0	3	UCC presentation production
06/05/2012	Karn S. Chopra	1.5	1	Meeting with Assured Guaranty
06/05/2012	Karn S. Chopra	2.0	3	Call with the Company and advisors to prepare for UCC meeting
06/05/2012	Karn S. Chopra	1.5	3	Continued work on UCC presentation
06/05/2012	Karn S. Chopra	3.5	6	Deposition prep for Marc
06/05/2012	Karn S. Chopra	4.0	6	Deposition prep for Sam
06/05/2012	Marc D. Puntus	1.5	1	Meeting with Assured Guaranty
06/05/2012	Marc D. Puntus	3.5	2	Review of CIM
06/05/2012	Marc D. Puntus	2.0	3	Call with the Company and advisors to prepare for UCC meeting
06/05/2012	Marc D. Puntus	3.5	6	Deposition prep for Marc

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Date	Name	Hours	Legend #	Description
06/05/2012	Ryan Kielty	2.0	3	Call with the Company and advisors to prepare for UCC meeting
06/05/2012	Ryan Kielty	1.5	3	Continued work on UCC presentation
06/05/2012	Ryan Kielty	3.5	6	Deposition prep for Marc
06/05/2012	Ryan Kielty	4.0	6	Deposition prep for Sam
06/05/2012	Samuel M. Greene	3.5	2	Review of CIM
06/05/2012	Samuel M. Greene	2.0	3	Call with the Company and advisors to prepare for UCC meeting
06/05/2012	Samuel M. Greene	4.0	6	Deposition prep for Sam
06/04/2012	Benjamin H. Weingarten	0.5	2	Break-up fee analysis work
06/04/2012	Benjamin H. Weingarten	1.0	2	Call with Company and FTI to discuss refreshed business plan projections for in-court CIM
06/04/2012	Benjamin H. Weingarten	1.5	2	CIM review
06/04/2012	Benjamin H. Weingarten	2.0	2	Prepared updated internal bid analysis
06/04/2012	Benjamin H. Weingarten	1.5	3	Continued work on UCC presentation
06/04/2012	Benjamin H. Weingarten	2.0	3	Work on UCC presentation
06/04/2012	Benjamin H. Weingarten	1.0	6	Prepare files for deposition prep
06/04/2012	Benjamin H. Weingarten	0.5	9	Call with FTI to discuss outstanding UCC diligence requests
06/04/2012	Benjamin H. Weingarten	1.0	9	Work on UCC diligence items
06/04/2012	Karn S. Chopra	3.0	2	Calls to prospective buyers
06/04/2012	Karn S. Chopra	0.5	3	Call with UCC about waterfall
06/04/2012	Karn S. Chopra	2.0	3	Work on UCC presentation
06/04/2012	Karn S. Chopra	1.0	6	Prepare files for deposition prep
06/04/2012	Karn S. Chopra	2.0	11	Meeting with UCC advisors to discuss preliminary thoughts on case strategy
06/04/2012	Marc D. Puntus	4.5	1	Reviewing of Centerview Retention Application
06/04/2012	Marc D. Puntus	4.5	2	Review of CIM
06/04/2012	Marc D. Puntus	2.0	11	Meeting with UCC advisors to discuss preliminary thoughts on case strategy
06/04/2012	Ryan Kielty	1.0	2	Call with Company and FTI to discuss refreshed business plan projections for in-court CIM
06/04/2012	Ryan Kielty	3.0	2	Calls to prospective buyers
06/04/2012	Ryan Kielty	1.5	2	CIM review
06/04/2012	Ryan Kielty	2.0	2	Prepared updated internal bid analysis
06/04/2012	Ryan Kielty	1.5	3	Continued work on UCC presentation
06/04/2012	Ryan Kielty	2.0	3	Work on UCC presentation
06/04/2012	Ryan Kielty	1.0	6	Prepare files for deposition prep
06/04/2012	Ryan Kielty	0.5	9	Call with FTI to discuss outstanding UCC diligence requests
06/04/2012	Ryan Kielty	2.0	11	Meeting with UCC advisors to discuss preliminary thoughts on case strategy
06/04/2012	Samuel M. Greene	4.5	1	Reviewing of Centerview Retention Application
06/04/2012	Samuel M. Greene	4.5	2	Review of CIM
06/04/2012	Samuel M. Greene	10.0	6	Deposition prep
06/03/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/03/2012	Benjamin H. Weingarten	4.0	9	UCC diligence request work

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Date	Name	Hours	Legend #	Description
06/03/2012	Karn S. Chopra	0.5	2	Review and update buyers list
06/03/2012	Karn S. Chopra	1.0	3	Call with UCC
06/03/2012	Karn S. Chopra	0.5	3	Review and update UCC presentation
06/03/2012	Ryan Kielty	0.5	2	Review and update buyers list
06/03/2012	Ryan Kielty	1.0	3	Call with UCC
06/03/2012	Ryan Kielty	0.5	3	Review and update UCC presentation
06/03/2012	Ryan Kielty	4.0	9	UCC diligence request work
06/02/2012	Benjamin H. Weingarten	10.5	1	Drafting of Centerview retention application and Puntus affidavit
06/02/2012	Benjamin H. Weingarten	0.5	3	Call with UCC to discuss diligence items
06/02/2012	Karn S. Chopra	0.5	3	Call with UCC to discuss diligence items
06/02/2012	Ryan Kielty	10.5	1	Drafting of Centerview retention application and Puntus affidavit
06/02/2012	Ryan Kielty	0.5	3	Call with UCC to discuss diligence items
06/01/2012	Benjamin H. Weingarten	6.0	2	Drafted PSA purchase price sensitivity analysis
06/01/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
06/01/2012	Benjamin H. Weingarten	0.5	3	Call with UCC advisors to discuss diligence protocol and open items
06/01/2012	Benjamin H. Weingarten	1.0	3	Call with UCC advisors to discuss revised DIP terms and PSA amendment process
06/01/2012	Benjamin H. Weingarten	2.5	3	Continued drafting of UCC presentation
06/01/2012	Benjamin H. Weingarten	1.5	5	Call with Moody's to discuss follow up questions
06/01/2012	Karn S. Chopra	1.5	2	Review of buyers lists and calls regarding same
06/01/2012	Karn S. Chopra	0.5	3	Call with UCC advisors to discuss diligence protocol and open items
06/01/2012	Karn S. Chopra	1.0	3	Call with UCC advisors to discuss revised DIP terms and PSA amendment process
06/01/2012	Karn S. Chopra	2.0	3	Continued work on UCC committee member presentation
06/01/2012	Karn S. Chopra	1.0	4	Call to discuss DIP financing allocation
06/01/2012	Karn S. Chopra	1.0	4	Call with client to discuss DIP financing allocation and final terms and internal meeting regarding same
06/01/2012	Karn S. Chopra	1.5	5	Call with Moody's to discuss follow up questions
06/01/2012	Marc D. Puntus	1.5	2	Review of buyers lists and calls regarding same
06/01/2012	Marc D. Puntus	1.0	4	Call with client to discuss DIP financing allocation and final terms and internal meeting regarding same
06/01/2012	Ryan Kielty	1.5	2	Review of buyers lists and calls regarding same
06/01/2012	Ryan Kielty	0.5	3	Call with UCC advisors to discuss diligence protocol and open items
06/01/2012	Ryan Kielty	1.0	3	Call with UCC advisors to discuss revised DIP terms and PSA amendment process
06/01/2012	Ryan Kielty	2.5	3	Continued drafting of UCC presentation
06/01/2012	Ryan Kielty	2.0	3	Continued work on UCC committee member presentation
06/01/2012	Ryan Kielty	1.0	4	Call to discuss DIP financing allocation

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Date	Name	Hours	Legend #	Description
06/01/2012	Ryan Kielty	1.0	4	Call with client to discuss DIP financing allocation and final terms and internal meeting regarding same
06/01/2012	Ryan Kielty	1.5	5	Call with Moody's to discuss follow up questions
05/31/2012	Benjamin H. Weingarten	3.0	2	Drafted PSA purchase price sensitivity analysis
05/31/2012	Benjamin H. Weingarten	3.5	2	Drafting in-court CIM
05/31/2012	Benjamin H. Weingarten	1.0	3	Call with JSB advisors about cash flow projections
05/31/2012	Benjamin H. Weingarten	0.5	3	Call with UCC regarding PSA amendment process
05/31/2012	Benjamin H. Weingarten	0.5	4	Daily client update call
05/31/2012	Benjamin H. Weingarten	1.0	5	Whole loan discussion with Barclays and Moody's
05/31/2012	Benjamin H. Weingarten	0.5	9	Call with FTI to discuss UCC diligence request protocol
05/31/2012	Karn S. Chopra	3.0	1	Attended status conference in front of Judge Glenn
05/31/2012	Karn S. Chopra	1.0	3	Call with JSB advisors about cash flow projections
05/31/2012	Karn S. Chopra	0.5	3	Call with UCC regarding PSA amendment process
05/31/2012	Karn S. Chopra	1.0	3	Wrote slides for UCC committee member presentation
05/31/2012	Karn S. Chopra	1.0	4	Call with Company to discuss presentation regarding DOJ/AG soft cost compliance
05/31/2012	Karn S. Chopra	0.5	4	Daily client update call
05/31/2012	Karn S. Chopra	1.0	5	Whole loan discussion with Barclays and Moody's
05/31/2012	Karn S. Chopra	1.5	10	Call with Ally about need for incremental DIP liquidity to pay for DOJ/AG soft cost compliance
05/31/2012	Marc D. Puntus	3.0	1	Attended status conference in front of Judge Glenn
05/31/2012	Marc D. Puntus	2.0	3	Meet with Chopra/Kielty to discuss UCC presentation and other analyses; review analyses for UCC advisors
05/31/2012	Ryan Kielty	3.5	2	Drafting in-court CIM
05/31/2012	Ryan Kielty	1.0	3	Call with JSB advisors about cash flow projections
05/31/2012	Ryan Kielty	0.5	3	Call with UCC regarding PSA amendment process
05/31/2012	Ryan Kielty	2.0	3	Meet with Chopra/Kielty to discuss UCC presentation and other analyses; review analyses for UCC advisors
05/31/2012	Ryan Kielty	1.0	3	Wrote slides for UCC committee member presentation
05/31/2012	Ryan Kielty	1.0	4	Call with Company to discuss presentation regarding DOJ/AG soft cost compliance
05/31/2012	Ryan Kielty	0.5	4	Daily client update call
05/31/2012	Ryan Kielty	1.0	5	Whole loan discussion with Barclays and Moody's
05/31/2012	Ryan Kielty	0.5	9	Call with FTI to discuss UCC diligence request protocol
05/30/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log

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Date	Name	Hours	Legend #	Description
05/30/2012	Benjamin H. Weingarten	4.5	2	Work on revised Confidential Information Memorandum
05/30/2012	Benjamin H. Weingarten	0.5	3	Discuss HELOC anlaysis with UCC advisors
05/30/2012	Benjamin H. Weingarten	0.5	4	Call with client to discuss upcoming meetings with bidder
05/30/2012	Benjamin H. Weingarten	1.5	4	Discussion on diligence items to be provided going forward
05/30/2012	Benjamin H. Weingarten	0.5	9	Call with bidder to discuss go-forward diligence
05/30/2012	Karn S. Chopra	0.5	2	Discuss buyers list with Company
05/30/2012	Karn S. Chopra	2.0	2	Several calls to discuss sale motion and potential changes to bid procedures
05/30/2012	Karn S. Chopra	4.5	2	Work on revised Confidential Information Memorandum
05/30/2012	Karn S. Chopra	0.5	3	Discuss HELOC anlaysis with UCC advisors
05/30/2012	Karn S. Chopra	1.5	3	Reviewed and provided comments on presentation for UCC member meeting
05/30/2012	Karn S. Chopra	0.5	4	Call with client to discuss upcoming meetings with bidder
05/30/2012	Karn S. Chopra	0.5	9	Call with bidder to discuss go-forward diligence
05/30/2012	Karn S. Chopra	1.0	10	Discuss finalized HELOC analysis with the Company
05/30/2012	Karn S. Chopra	1.0	11	Call with Ally Advisors to discuss potential sale of Ally Bank MSR
05/30/2012	Ryan Kielty	2.0	2	Several calls to discuss sale motion and potential changes to bid procedures
05/30/2012	Ryan Kielty	4.5	2	Work on revised Confidential Information Memorandum
05/30/2012	Ryan Kielty	0.5	3	Discuss HELOC anlaysis with UCC advisors
05/30/2012	Ryan Kielty	0.5	4	Call with client to discuss upcoming meetings with bidder
05/30/2012	Ryan Kielty	1.5	4	Discussion on diligence items to be provided going forward
05/30/2012	Ryan Kielty	0.5	9	Call with bidder to discuss go-forward diligence
05/30/2012	Ryan Kielty	1.0	11	Call with Ally Advisors to discuss potential sale of Ally Bank MSR
05/30/2012	Samuel M. Greene	2.0	2	Several calls to discuss sale motion and potential changes to bid procedures
05/29/2012	Benjamin H. Weingarten	1.0	2	Continued reorganization of dataroom
05/29/2012	Benjamin H. Weingarten	4.0	2	Drafted PSA purchase price sensitivity analysis
05/29/2012	Benjamin H. Weingarten	3.0	2	Internal meeting to discuss buyer lists
05/29/2012	Benjamin H. Weingarten	2.0	3	Pulling presentations data to comply with UCC discovery request
05/29/2012	Benjamin H. Weingarten	1.5	4	Daily update call with client to discuss business and overall case
05/29/2012	Karn S. Chopra	3.0	2	Internal meeting to discuss buyer lists
05/29/2012	Karn S. Chopra	1.5	3	Call with UCC advisors to discuss cash management
05/29/2012	Karn S. Chopra	5.0	3	Initial meeting with UCC advisors to discuss a myriad of issues

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Date	Name	Hours	Legend #	Description
05/29/2012	Karn S. Chopra	2.0	3	Pulling presentations data to comply with UCC discovery request
05/29/2012	Karn S. Chopra	1.5	4	Daily update call with client to discuss business and overall case
05/29/2012	Marc D. Puntus	3.0	2	Internal meeting to discuss buyer lists
05/29/2012	Marc D. Puntus	5.0	3	Initial meeting with UCC advisors to discuss a myriad of issues
05/29/2012	Ryan Kielty	4.0	2	Drafted PSA purchase price sensitivity analysis
05/29/2012	Ryan Kielty	3.0	2	Internal meeting to discuss buyer lists
05/29/2012	Ryan Kielty	5.0	3	Initial meeting with UCC advisors to discuss a myriad of issues
05/29/2012	Ryan Kielty	2.0	3	Pulling presentations data to comply with UCC discovery request
05/29/2012	Ryan Kielty	1.5	4	Daily update call with client to discuss business and overall case
05/29/2012	Samuel M. Greene	3.0	2	Internal meeting to discuss buyer lists
05/29/2012	Samuel M. Greene	5.0	3	Initial meeting with UCC advisors to discuss a myriad of issues
05/27/2012	Benjamin H. Weingarten	3.0	9	Pulled documents per UCC document request
05/27/2012	Benjamin H. Weingarten	2.0	9	Reorganized dataroom
05/26/2012	Benjamin H. Weingarten	2.5	5	Prepared answers to S&P questions
05/26/2012	Karn S. Chopra	2.5	5	Prepared answers to S&P questions
05/26/2012	Ryan Kielty	2.5	5	Prepared answers to S&P questions
05/25/2012	Benjamin H. Weingarten	5.0	3	Drafted bid summary for UCC
05/25/2012	Benjamin H. Weingarten	1.5	9	Facilitation of bidder diligence requests
05/25/2012	Ryan Kielty	1.5	9	Facilitation of bidder diligence requests
05/25/2012	Samuel M. Greene	2.0	2	Call with Berkshire
05/24/2012	Benjamin H. Weingarten	1.0	1	Finalized analysis in connection with Centerview's Retention Application
05/24/2012	Benjamin H. Weingarten	0.5	2	Follow-up call on data tape production protocol
05/24/2012	Benjamin H. Weingarten	1.0	2	Related party transaction call with the Debtor and bidder
05/24/2012	Benjamin H. Weingarten	0.5	2	Updated buyer list and contact log
05/24/2012	Benjamin H. Weingarten	3.0	3	Drafted bid summary for UCC
05/24/2012	Benjamin H. Weingarten	1.0	3	UCC diligence request administration
05/24/2012	Benjamin H. Weingarten	1.0	4	Call to discuss go-forward data tape production protocol
05/24/2012	Karn S. Chopra	1.0	1	Finalized analysis in connection with Centerview's Retention Application
05/24/2012	Karn S. Chopra	1.5	7	Meeting to discuss responsibilities for POR and Disclosure Statement
05/24/2012	Karn S. Chopra	0.5	11	Call to discuss KEIP/KERP declaration and overall process
05/24/2012	Karn S. Chopra	2.5	11	Meeting with Ally's advisors to discuss sale process and potential to sell Ally Bank MSR
05/24/2012	Marc D. Puntus	1.5	7	Meeting to discuss responsibilities for POR and Disclosure Statement
05/24/2012	Marc D. Puntus	2.5	11	Meeting with Ally's advisors to discuss sale process and potential to sell Ally Bank MSR

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Date	Name	Hours	Legend #	Description
05/24/2012	Ryan Kielty	1.0	1	Finalized analysis in connection with Centerview's Retention Application
05/24/2012	Ryan Kielty	0.5	2	Follow-up call on data tape production protocol
05/24/2012	Ryan Kielty	1.0	2	Related party transaction call with the Debtor and bidder
05/24/2012	Ryan Kielty	3.0	3	Drafted bid summary for UCC
05/24/2012	Ryan Kielty	1.0	3	UCC diligence request administration
05/24/2012	Ryan Kielty	1.0	4	Call to discuss go-forward data tape production protocol
05/24/2012	Ryan Kielty	1.5	7	Meeting to discuss responsibilities for POR and Disclosure Statement
05/24/2012	Ryan Kielty	0.5	11	Call to discuss KEIP/KERP declaration and overall process
05/24/2012	Ryan Kielty	2.5	11	Meeting with Ally's advisors to discuss sale process and potential to sell Ally Bank MSR
05/24/2012	Samuel M. Greene	1.5	7	Meeting to discuss responsibilities for POR and Disclosure Statement
05/23/2012	Benjamin H. Weingarten	2.0	1	Prepared analysis in connection with Centerview's Retention Application
05/23/2012	Benjamin H. Weingarten	2.0	2	Produced in-court bidder list and contact log
05/23/2012	Benjamin H. Weingarten	1.5	4	Call to discuss go-forward data tape production protocol
05/23/2012	Benjamin H. Weingarten	2.5	9	Preparation of schedule to demonstrate Company's decision not to fund HELOC advances during chapter 11 case
05/23/2012	Benjamin H. Weingarten	1.0	10	Business plan discussion as part of in-court CIM preparation
05/23/2012	Karn S. Chopra	1.0	1	Reviewed KEIP/KERP motion and declaration
05/23/2012	Karn S. Chopra	1.0	2	Meeting to discuss buyer lists for both asset categories (Platform and Whole Loan)
05/23/2012	Karn S. Chopra	2.5	9	Preparation of schedule to demonstrate Company's decision not to fund HELOC advances during chapter 11 case
05/23/2012	Marc D. Puntus	1.0	1	Reviewed KEIP/KERP motion and declaration
05/23/2012	Marc D. Puntus	1.0	2	Meeting to discuss buyer lists for both asset categories (Platform and Whole Loan)
05/23/2012	Ryan Kielty	2.0	1	Prepared analysis in connection with Centerview's Retention Application
05/23/2012	Ryan Kielty	1.0	1	Reviewed KEIP/KERP motion and declaration
05/23/2012	Ryan Kielty	1.0	2	Meeting to discuss buyer lists for both asset categories (Platform and Whole Loan)
05/23/2012	Ryan Kielty	2.0	2	Produced in-court bidder list and contact log
05/23/2012	Ryan Kielty	1.5	4	Call to discuss go-forward data tape production protocol
05/23/2012	Ryan Kielty	2.5	9	Preparation of schedule to demonstrate Company's decision not to fund HELOC advances during chapter 11 case
05/23/2012	Ryan Kielty	1.0	10	Business plan discussion as part of in-court CIM preparation
05/23/2012	Samuel M. Greene	1.0	1	Reviewed KEIP/KERP motion and declaration

Detail Report (by Date)

2/24/2014

Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
05/23/2012	Samuel M. Greene	1.0	2	Meeting to discuss buyer lists for both asset categories (Platform and Whole Loan)
05/22/2012	Benjamin H. Weingarten	1.0	1	Prepared data tapes for the Court
05/22/2012	Benjamin H. Weingarten	1.0	2	AFI APA call
05/22/2012	Benjamin H. Weingarten	2.0	3	Continued drafting of UCC presentation
05/22/2012	Benjamin H. Weingarten	0.5	5	Catch-up after rating agency presentation
05/22/2012	Karn S. Chopra	1.5	2	Meeting with bidder to discuss waterfall analysis
05/22/2012	Karn S. Chopra	2.0	4	Meeting to discuss division of work amongst Company staff and advisors during chapter 11 process
05/22/2012	Karn S. Chopra	2.0	5	Call with Moody's to discuss cash flow projections
05/22/2012	Karn S. Chopra	0.5	5	Catch-up after rating agency presentation
05/22/2012	Karn S. Chopra	3.5	5	Rating Agency Presentation at S&P
05/22/2012	Karn S. Chopra	1.0	11	Call to discuss KEIP/KERP
05/22/2012	Marc D. Puntus	2.0	4	Meeting to discuss division of work amongst Company staff and advisors during chapter 11 process
05/22/2012	Ryan Kielty	1.0	2	AFI APA call
05/22/2012	Ryan Kielty	2.0	3	Continued drafting of UCC presentation
05/22/2012	Ryan Kielty	2.0	4	Meeting to discuss division of work amongst Company staff and advisors during chapter 11 process
05/22/2012	Ryan Kielty	2.0	5	Call with Moody's to discuss cash flow projections
05/22/2012	Ryan Kielty	0.5	5	Catch-up after rating agency presentation
05/22/2012	Ryan Kielty	1.0	11	Call to discuss KEIP/KERP
05/22/2012	Samuel M. Greene	2.0	4	Meeting to discuss division of work amongst Company staff and advisors during chapter 11 process
05/21/2012	Benjamin H. Weingarten	3.0	3	Continued drafting of UCC presentation
05/21/2012	Benjamin H. Weingarten	1.0	3	Prepared UCC diligence
05/21/2012	Benjamin H. Weingarten	0.5	4	Call to discuss initial UCC diligence request
05/21/2012	Benjamin H. Weingarten	1.5	5	Assisted Barclays with diligence
05/21/2012	Karn S. Chopra	0.5	4	Call to discuss initial UCC diligence request
05/21/2012	Karn S. Chopra	4.5	5	Rating Agency Presentation at Moodys
05/21/2012	Karn S. Chopra	3.0	5	Rating Agency Presentation dry run with management
05/21/2012	Karn S. Chopra	1.0	8	Travel to and from Moodys meeting downtown
05/21/2012	Ryan Kielty	3.0	3	Continued drafting of UCC presentation
05/21/2012	Ryan Kielty	1.0	3	Prepared UCC diligence
05/21/2012	Ryan Kielty	0.5	4	Call to discuss initial UCC diligence request
05/21/2012	Ryan Kielty	1.5	5	Assisted Barclays with diligence
05/21/2012	Ryan Kielty	3.0	5	Rating Agency Presentation dry run with management
05/20/2012	Benjamin H. Weingarten	2.0	3	Continued drafting of UCC presentation
05/20/2012	Benjamin H. Weingarten	3.0	3	Prepared UCC diligence
05/20/2012	Karn S. Chopra	2.0	5	Calls and preparation for Rating Agency Presentation

Detail Report (by Date)

2/24/2014

Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
05/20/2012	Ryan Kielty	2.0	3	Continued drafting of UCC presentation
05/20/2012	Ryan Kielty	3.0	3	Prepared UCC diligence
05/20/2012	Ryan Kielty	2.0	5	Calls and preparation for Rating Agency Presentation
05/19/2012	Benjamin H. Weingarten	3.0	3	Prepared UCC presentation slides
05/19/2012	Ryan Kielty	3.0	3	Prepared UCC presentation slides
05/18/2012	Benjamin H. Weingarten	0.5	3	Assisted FTI in connection with UCC diligence
05/18/2012	Benjamin H. Weingarten	3.0	3	Prepared UCC administration slides
05/18/2012	Karn S. Chopra	4.0	3	Calls with various creditors (Apollo, Aurelius, etc.) to discuss overall process and next steps
05/18/2012	Karn S. Chopra	1.5	4	Various calls with Company to discuss business performance during first week in chapter 11 and Rating Agency Presentation
05/18/2012	Karn S. Chopra	4.5	5	Work with Barclays to finalize Rating Agency Presentation
05/18/2012	Marc D. Puntus	4.0	3	Calls with various creditors (Apollo, Aurelius, etc.) to discuss overall process and next steps
05/18/2012	Marc D. Puntus	1.5	4	Various calls with Company to discuss business performance during first week in chapter 11 and Rating Agency Presentation
05/18/2012	Ryan Kielty	0.5	3	Assisted FTI in connection with UCC diligence
05/18/2012	Ryan Kielty	4.0	3	Calls with various creditors (Apollo, Aurelius, etc.) to discuss overall process and next steps
05/18/2012	Ryan Kielty	3.0	3	Prepared UCC administration slides
05/18/2012	Ryan Kielty	1.5	4	Various calls with Company to discuss business performance during first week in chapter 11 and Rating Agency Presentation
05/18/2012	Ryan Kielty	4.5	5	Work with Barclays to finalize Rating Agency Presentation
05/18/2012	Samuel M. Greene	4.0	3	Calls with various creditors (Apollo, Aurelius, etc.) to discuss overall process and next steps
05/18/2012	Samuel M. Greene	1.5	4	Various calls with Company to discuss business performance during first week in chapter 11 and Rating Agency Presentation
05/17/2012	Benjamin H. Weingarten	1.0	2	Call to discuss AFI APA with Company and individuals from Ally
05/17/2012	Benjamin H. Weingarten	3.0	2	Performed analysis in connection with AFI APA
05/17/2012	Benjamin H. Weingarten	0.5	3	Meeting to discuss UCC presentation
05/17/2012	Benjamin H. Weingarten	2.5	3	Prepared UCC diligence
05/17/2012	Benjamin H. Weingarten	3.0	5	Attended Bank Meeting
05/17/2012	Benjamin H. Weingarten	1.5	11	Meeting to discuss and prepare for expected UCC advisor requests
05/17/2012	Karn S. Chopra	1.0	2	Call to discuss AFI APA with Company and individuals from Ally
05/17/2012	Karn S. Chopra	1.5	2	Call to discuss next steps with GSEs after filing sale motion
05/17/2012	Karn S. Chopra	0.5	3	Meeting to discuss UCC presentation
05/17/2012	Karn S. Chopra	3.0	5	Attended Bank Meeting

Detail Report (by Date)

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Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
05/17/2012	Karn S. Chopra	1.5	11	Meeting to discuss and prepare for expected UCC advisor requests
05/17/2012	Marc D. Puntus	1.5	2	Call to discuss next steps with GSEs after filing sale motion
05/17/2012	Marc D. Puntus	1.5	11	Meeting to discuss and prepare for expected UCC advisor requests
05/17/2012	Ryan Kielty	1.0	2	Call to discuss AFI APA with Company and individuals from Ally
05/17/2012	Ryan Kielty	1.5	2	Call to discuss next steps with GSEs after filing sale motion
05/17/2012	Ryan Kielty	3.0	2	Performed analysis in connection with AFI APA
05/17/2012	Ryan Kielty	0.5	3	Meeting to discuss UCC presentation
05/17/2012	Ryan Kielty	2.5	3	Prepared UCC diligence
05/17/2012	Ryan Kielty	1.5	11	Meeting to discuss and prepare for expected UCC advisor requests
05/17/2012	Samuel M. Greene	3.0	1	Reviewed filings
05/17/2012	Samuel M. Greene	1.5	2	Call to discuss next steps with GSEs after filing sale motion
05/17/2012	Samuel M. Greene	1.5	2	Call with Fortress/Nationstar
05/17/2012	Samuel M. Greene	1.5	11	Meeting to discuss and prepare for expected UCC advisor requests
05/16/2012	Benjamin H. Weingarten	3.5	3	Attended UCC formation meeting
05/16/2012	Benjamin H. Weingarten	1.0	5	Participated in DIP Financing closing call
05/16/2012	Benjamin H. Weingarten	1.0	5	Reviewed DIP lender third-party inquiries
05/16/2012	Karn S. Chopra	0.5	2	Call with bidder about first day hearings
05/16/2012	Karn S. Chopra	3.5	3	Attended UCC formation meeting
05/16/2012	Karn S. Chopra	2.0	5	Attended Bank Meeting presentation dry run with Company
05/16/2012	Karn S. Chopra	1.0	5	Participated in DIP Financing closing call
05/16/2012	Karn S. Chopra	1.0	5	Reviewed DIP lender third-party inquiries
05/16/2012	Karn S. Chopra	1.5	5	Worked with Barclays to adjust Bank Meeting presentation based on feedback from dry run
05/16/2012	Marc D. Puntus	3.5	3	Attended UCC formation meeting
05/16/2012	Marc D. Puntus	2.0	5	Attended Bank Meeting presentation dry run with Company
05/16/2012	Marc D. Puntus	1.0	5	Reviewed DIP lender third-party inquiries
05/16/2012	Ryan Kielty	0.5	2	Call with bidder about first day hearings
05/16/2012	Ryan Kielty	3.5	3	Attended UCC formation meeting
05/16/2012	Ryan Kielty	2.0	5	Attended Bank Meeting presentation dry run with Company
05/16/2012	Ryan Kielty	1.0	5	Participated in DIP Financing closing call
05/16/2012	Ryan Kielty	1.0	5	Reviewed DIP lender third-party inquiries
05/16/2012	Ryan Kielty	1.5	5	Worked with Barclays to adjust Bank Meeting presentation based on feedback from dry run
05/16/2012	Samuel M. Greene	3.5	3	Attended UCC formation meeting
05/16/2012	Samuel M. Greene	1.0	5	Reviewed DIP lender third-party inquiries
05/15/2012	Benjamin H. Weingarten	3.0	1	Attended continuation of first day hearing in front of Judge Peck

Detail Report (by Date)

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Residential Capital, LLC
 Detail of Time Records by Date
 5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
05/15/2012	Benjamin H. Weingarten	3.0	2	Drafted bid analyses for Debtor
05/15/2012	Benjamin H. Weingarten	3.0	3	Creditor Communication
05/15/2012	Benjamin H. Weingarten	1.0	5	DIP lender diligence assistance
05/15/2012	Benjamin H. Weingarten	3.0	5	Reviewed and drafted slides for Bank Meeting to be held the following day
05/15/2012	Benjamin H. Weingarten	1.5	6	Prepared materials for potential Marc Puntus or Sam Greene testimony
05/15/2012	Karn S. Chopra	3.0	1	Attended continuation of first day hearing in front of Judge Peck
05/15/2012	Karn S. Chopra	3.5	2	Communication with potential bidders
05/15/2012	Karn S. Chopra	3.0	3	Creditor Communication
05/15/2012	Karn S. Chopra	0.5	4	Update call with Company to discuss progress from first day hearings and next steps
05/15/2012	Karn S. Chopra	1.5	5	Call with Company to discuss Bank Meeting presentation
05/15/2012	Karn S. Chopra	3.0	5	Reviewed and drafted slides for Bank Meeting to be held the following day
05/15/2012	Karn S. Chopra	1.5	6	Prepared materials for potential Marc Puntus or Sam Greene testimony
05/15/2012	Karn S. Chopra	1.5	7	Reviewed draft Plan of Reorganization
05/15/2012	Marc D. Puntus	3.0	1	Attended continuation of first day hearing in front of Judge Peck
05/15/2012	Marc D. Puntus	0.5	4	Update call with Company to discuss progress from first day hearings and next steps
05/15/2012	Marc D. Puntus	1.5	5	Call with Company to discuss Bank Meeting presentation
05/15/2012	Marc D. Puntus	3.0	6	Continued prep for second day hearing, including DIP and related testimony
05/15/2012	Ryan Kielty	3.0	1	Attended continuation of first day hearing in front of Judge Peck
05/15/2012	Ryan Kielty	3.5	2	Communication with potential bidders
05/15/2012	Ryan Kielty	3.0	2	Drafted bid analyses for Debtor
05/15/2012	Ryan Kielty	3.0	3	Creditor Communication
05/15/2012	Ryan Kielty	0.5	4	Update call with Company to discuss progress from first day hearings and next steps
05/15/2012	Ryan Kielty	1.5	5	Call with Company to discuss Bank Meeting presentation
05/15/2012	Ryan Kielty	3.0	5	Reviewed and drafted slides for Bank Meeting to be held the following day
05/15/2012	Ryan Kielty	1.5	6	Prepared materials for potential Marc Puntus or Sam Greene testimony
05/15/2012	Ryan Kielty	1.5	7	Reviewed draft Plan of Reorganization
05/15/2012	Samuel M. Greene	3.0	1	Attended continuation of first day hearing in front of Judge Peck
05/15/2012	Samuel M. Greene	0.5	4	Update call with Company to discuss progress from first day hearings and next steps
05/14/2012	Benjamin H. Weingarten	3.5	1	Attended first day hearing in front of Judge Peck
05/14/2012	Benjamin H. Weingarten	5.5	2	Communication with potential bidders

Detail Report (by Date)

2/24/2014

Residential Capital, LLC
Detail of Time Records by Date
5/14/2012 through 12/17/2013

Date	Name	Hours	Legend #	Description
05/14/2012	Benjamin H. Weingarten	4.5	2	Finalized negotiations on Nationstar APA and AFI APA
05/14/2012	Benjamin H. Weingarten	1.5	5	Call to discuss Ally LoC amendment that would allow for post-petition availability under existing facility
05/14/2012	Benjamin H. Weingarten	1.5	6	Prepared materials for potential Marc Puntus or Sam Greene testimony
05/14/2012	Karn S. Chopra	3.5	1	Attended first day hearing in front of Judge Peck
05/14/2012	Karn S. Chopra	5.5	2	Communication with potential bidders
05/14/2012	Karn S. Chopra	4.5	2	Finalized negotiations on Nationstar APA and AFI APA
05/14/2012	Karn S. Chopra	1.5	5	Call to discuss Ally LoC amendment that would allow for post-petition availability under existing facility
05/14/2012	Karn S. Chopra	1.5	6	Prepared materials for potential Marc Puntus or Sam Greene testimony
05/14/2012	Marc D. Puntus	3.5	1	Attended first day hearing in front of Judge Peck
05/14/2012	Marc D. Puntus	4.5	2	Finalized negotiations on Nationstar APA and AFI APA
05/14/2012	Marc D. Puntus	5.0	6	Prepare for testimony in connection with first day hearing, including various internal meetings
05/14/2012	Ryan Kielty	3.5	1	Attended first day hearing in front of Judge Peck
05/14/2012	Ryan Kielty	5.5	2	Communication with potential bidders
05/14/2012	Ryan Kielty	4.5	2	Finalized negotiations on Nationstar APA and AFI APA
05/14/2012	Ryan Kielty	1.5	5	Call to discuss Ally LoC amendment that would allow for post-petition availability under existing facility
05/14/2012	Ryan Kielty	1.5	6	Prepared materials for potential Marc Puntus or Sam Greene testimony
05/14/2012	Samuel M. Greene	3.5	1	Attended first day hearing in front of Judge Peck
05/14/2012	Samuel M. Greene	5.5	2	Communication with potential bidders
05/14/2012	Samuel M. Greene	4.5	2	Finalized negotiations on Nationstar APA and AFI APA
05/14/2012	Samuel M. Greene	5.0	6	Prepare for testimony in connection with first day hearing, including various internal meetings
Total		<u>12476.0</u>		

EXHIBIT I

**DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC ON
BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 14, 2012 THROUGH DECEMBER 17, 2013**

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 14, 2012 THROUGH JULY 31, 2012

Expense Category	Expense Type	Date Expense Incurred ^(a)	Time Expense Incurred ^(b)	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ^(c)	Revised Meal Expense
Transportation	Taxi / Car service	4/10/2012	10:13 PM	Karn Chopra	31 W 52 ST to 848 WASHINGTON ST	36.59		
Transportation	Taxi / Car service	4/10/2012	10:23 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	4/11/2012	10:10 PM	Ryan Kiely	344 3 AVE 4 to LAG 11371	59.32		
Transportation	Taxi / Car service	4/11/2012	11:10 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	4/12/2012	10:52 PM	Ryan Kiely	LAG 11371 to 344 3 AVE 4	59.32		
Transportation	Taxi / Car service	4/13/2012	11:44 PM	Benjamin Weingarten	31 W 52 ST to E 10 ST	80.94		
Transportation	Taxi / Car service	4/16/2012	9:42 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	34.37		
Transportation	Taxi / Car service	4/18/2012	1:45 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	4/19/2012	1:36 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	4/19/2012	11:28 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	34.37		
Transportation	Taxi / Car service	4/20/2012	9:10 PM	Ryan Kiely	344 3 AVE to LAGUARDIA AIRPORT	85.93		
Transportation	Taxi / Car service	4/20/2012	10:28 PM	Benjamin Weingarten	31 W 52 ST to W 80 ST	27.72		
Transportation	Taxi / Car service	4/24/2012	2:28 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	46.57		
Transportation	Taxi / Car service	4/25/2012	1:05 AM	Benjamin Weingarten	31 W 52 ST to E 10 ST	27.72		
Transportation	Taxi / Car service	4/25/2012	11:41 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	4/26/2012	11:09 PM	Benjamin Weingarten	31 W 52 ST to E 34 ST	44.35		
Transportation	Taxi / Car service	4/27/2012	9:51 PM	Benjamin Weingarten	31 W 52 ST to AVENUE A	52.11		
Transportation	Taxi / Car service	4/28/2012	4:02 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	8.78		
Transportation	Taxi / Car service	4/28/2012	3:32 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	10.70		
Transportation	Taxi / Car service	4/28/2012	12:25 PM	Benjamin Weingarten	Mag Taxi Management Long Island Cit	8.30		
Transportation	Taxi / Car service	4/28/2012	10:59 PM	Benjamin Weingarten	Eddie'S Management C Long Island Cit	11.18		
Transportation	Taxi / Car service	4/29/2012	11:32 AM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	9.26		
Transportation	Taxi / Car service	4/29/2012	12:07 PM	Karn Chopra	Turbo Taxi Inc Turbo Woodside	12.62		
Transportation	Taxi / Car service	4/29/2012	6:32 PM	Karn Chopra	NYC Taxi Med 7:35 09 Brooklyn	12.70		
Transportation	Taxi / Car service	4/29/2012	6:02 PM	Samuel Greene	NYC Taxi Med 1880 09 Long Island C	9.84		
Transportation	Taxi / Car service	4/29/2012	11:43 AM	Benjamin Weingarten	NYC Taxi Med 5p75 09 Astoria	8.40		
Transportation	Taxi / Car service	4/30/2012	12:56 AM	Benjamin Weingarten	NYC Taxi Med 2424 09 Brooklyn	13.78		
Transportation	Taxi / Car service	4/30/2012	10:33 PM	Benjamin Weingarten	31 W 52 ST to E 31 ST	44.80		
Transportation	Taxi / Car service	5/1/2012	11:25 PM	Karn Chopra	NYC Taxi Med 6p80 09 Long Island C	12.36		
Transportation	Taxi / Car service	5/1/2012	9:01 PM	Samuel Greene	Uber Technologies Inc 866-576-1039	21.00		
Transportation	Taxi / Car service	5/1/2012	11:44 PM	Samuel Greene	NYC Taxi Group Inc-I Brooklyn	14.54		
Transportation	Taxi / Car service	5/2/2012	11:52 PM	Karn Chopra	Muhammad Kr Midha-S Elmhurst	15.22		
Transportation	Taxi / Car service	5/2/2012	12:17 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	78.50		
Transportation	Taxi / Car service	5/3/2012	12:52 AM	Ryan Kiely	Brooklyn Taxi Manage Brooklyn	8.42		
Transportation	Taxi / Car service	5/3/2012	2:34 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	5/4/2012	1:10 AM	Ryan Kiely	All Taxi Management Long Island Cit	8.42		
Transportation	Taxi / Car service	5/4/2012	10:13 PM	Karn Chopra	All Taxi Management Long Island Cit	12.26		
Transportation	Taxi / Car service	5/4/2012	12:48 AM	Karn Chopra	NYC Taxi Med 8u88 09 Long Island C	13.68		
Transportation	Taxi / Car service	5/4/2012	10:38 PM	Samuel Greene	Uber Technologies Inc 866-576-1039	16.00		
Transportation	Taxi / Car service	5/4/2012	10:26 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	35.48		
Transportation	Taxi / Car service	5/4/2012	1:44 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	28.50		
Transportation	Taxi / Car service	5/5/2012	1:19 PM	Ryan Kiely	White And Blue Group Long Island Cit	13.20		
Transportation	Taxi / Car service	5/5/2012	9:17 PM	Ryan Kiely	31 W 52 ST to W 23 ST	31.05		
Transportation	Taxi / Car service	5/5/2012	2:29 PM	Benjamin Weingarten	Queens Medallion Lsn Long Island Cit	7.34		
Transportation	Taxi / Car service	5/5/2012	10:19 PM	Benjamin Weingarten	NYC Taxi Med 7u64 09 Long Island C	12.72		
Transportation	Taxi / Car service	5/6/2012	9:25 PM	Ryan Kiely	NYC Taxi Med 9p93 09 New York	9.84		
Transportation	Taxi / Car service	5/6/2012	9:07 PM	Karn Chopra	All Taxi Management Long Island Cit	12.74		
Transportation	Taxi / Car service	5/7/2012	10:52 PM	Samuel Greene	NYC Taxi Med 3p13 09 Brooklyn	7.60		
Transportation	Taxi / Car service	5/7/2012	12:33 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	63.20		
Transportation	Taxi / Car service	5/8/2012	1:41 AM	Ryan Kiely	NYC Taxi Med 2j48 09 Brooklyn	8.04		
Transportation	Taxi / Car service	5/8/2012	11:15 PM	Karn Chopra	NYC Taxi Med 4n72 09 Bronx	12.35		
Transportation	Taxi / Car service	5/8/2012	2:49 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	5/9/2012	12:45 AM	Karn Chopra	NYC Taxi Med 8b62 09 Astoria	11.40		
Transportation	Taxi / Car service	5/9/2012	10:42 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	52.33		
Transportation	Taxi / Car service	5/9/2012	11:30 PM	Ryan Kiely	31 W 52 ST to E 25 ST	56.55		
Transportation	Taxi / Car service	5/10/2012	10:28 PM	Ryan Kiely	JdI Management Inc J Long Island Cit	8.90		
Transportation	Taxi / Car service	5/10/2012	9:36 PM	Karn Chopra	NYC Taxi Med 8882 09 Oyster Bay	11.88		
Transportation	Taxi / Car service	5/10/2012	11:22 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	5/11/2012	10:39 PM	Ryan Kiely	NYC Taxi Med 4c46 09 Long Island C	8.04		
Transportation	Taxi / Car service	5/11/2012	11:24 PM	Karn Chopra	NYC Taxi Med 4m79 09 Long Island C	10.92		
Transportation	Taxi / Car service	5/11/2012	11:12 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	55.44		
Transportation	Taxi / Car service	5/12/2012	11:06 AM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	8.90		
Transportation	Taxi / Car service	5/12/2012	4:54 PM	Ryan Kiely	Cititaxi Funding Llc Woodside	11.66		
Transportation	Taxi / Car service	5/12/2012	9:25 AM	Karn Chopra	Yellow Cab Slsjet Ma Long Island Cit	15.02		
Transportation	Taxi / Car service	5/12/2012	3:04 PM	Karn Chopra	NYC Taxi Med 1k94 09 Brooklyn	11.88		
Transportation	Taxi / Car service	5/12/2012	12:02 PM	Benjamin Weingarten	NYC Taxi Med 2u21 09 Long Island C	9.00		
Transportation	Taxi / Car service	5/12/2012	8:58 PM	Benjamin Weingarten	Executive Owners Hol Long Island Cit	11.18		
Transportation	Taxi / Car service	5/12/2012	8:32 PM	Presentation Dept	31 W 52 ST 7 to 411 W 24 ST 5	27.72		
Transportation	Taxi / Car service	5/13/2012	10:06 AM	Karn Chopra	JdI Management Inc J Long Island Cit	12.26		
Transportation	Taxi / Car service	5/13/2012	6:54 PM	Karn Chopra	NYC Taxi Med 2k91 09 Bronx	13.68		
Transportation	Taxi / Car service	5/13/2012	5:25 PM	Samuel Greene	Boulevard Taxi Leasi Long Island Cit	9.74		
Transportation	Taxi / Car service	5/13/2012	10:44 AM	Benjamin Weingarten	NYC Taxi Med 9i42 09 Brooklyn	8.88		
Transportation	Taxi / Car service	5/13/2012	10:55 AM	Benjamin Weingarten	Taxi Credit Card Cor Woodside	8.42		
Transportation	Taxi / Car service	5/13/2012	2:24 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	5/14/2012	10:49 PM	Ryan Kiely	Queens Medallion Lsn Long Island Cit	8.42		
Transportation	Taxi / Car service	5/14/2012	9:00 PM	Karn Chopra	All Taxi Management Long Island Cit	12.26		
Transportation	Taxi / Car service	5/14/2012	10:50 PM	Samuel Greene	All Taxi Management Long Island Cit	8.90		
Transportation	Taxi / Car service	5/15/2012	11:36 PM	Ryan Kiely	NYC Taxi Med 8h42 09 Bronx	10.92		
Transportation	Taxi / Car service	5/15/2012	9:34 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	13.10		
Transportation	Taxi / Car service	5/15/2012	11:30 PM	Karn Chopra	Fleetline Llc Fleet Woodside	15.02		
Transportation	Taxi / Car service	5/15/2012	12:54 AM	Karn Chopra	NYC Taxi Med 8u59 09 Long Island C	7.08		
Transportation	Taxi / Car service	5/15/2012	10:45 PM	Samuel Greene	NYC-Taxi Verifone NY Long Island Cit	12.38		
Transportation	Taxi / Car service	5/17/2012	11:13 PM	Karn Chopra	Aweave-Taxi Managem New York	18.44		
Transportation	Taxi / Car service	5/18/2012	10:39 PM	Ryan Kiely	All Taxi Management Long Island Cit	11.90		
Transportation	Taxi / Car service	5/20/2012	6:57 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	11.18		
Transportation	Taxi / Car service	5/21/2012	10:14 PM	Ryan Kiely	D&j Management Of Qu Woodside	9.38		
Transportation	Taxi / Car service	5/21/2012	11:21 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	54.33		
Transportation	Taxi / Car service	5/22/2012	10:22 PM	Karn Chopra	NYC Taxi Med 8y98 09 Carteret	13.32		
Transportation	Taxi / Car service	5/23/2012	11:50 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	8.90		
Transportation	Taxi / Car service	5/23/2012	10:14 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	10.22		
Transportation	Taxi / Car service	5/24/2012	12:35 AM	Samuel Greene	Taxi Credit Card Cor Woodside	10.40		
Transportation	Taxi / Car service	5/24/2012	9:42 PM	Benjamin Weingarten	NYC Taxi Med 5b54 09 Merrick	8.50		
Transportation	Taxi / Car service	5/25/2012	10:40 PM	Ryan Kiely	NYC Taxi Med 7h71 09 Brooklyn	7.08		
Transportation	Taxi / Car service	5/25/2012	11:07 PM	Presentation Dept	31 W 52 ST 7 to 411 W 24 ST 5	27.72		
Transportation	Taxi / Car service	5/29/2012	10:52 PM	Karn Chopra	31 W 52 ST to 523 E 14 ST	27.72		
Transportation	Taxi / Car service	5/29/2012	11:48 PM	Ryan Kiely	NYC Taxi Med 2w41 09 Poughkeepsie	7.08		
Transportation	Taxi / Car service	5/30/2012	12:40 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	5/30/2012	9:21 PM	Karn Chopra	All Taxi Management Long Island Cit	5.44		
Transportation	Taxi / Car service	5/30/2012	10:11 PM	Ryan Kiely	Boulevard Taxi Leasi Long Island Cit	8.90		
Transportation	Taxi / Car service	5/30/2012	10:57 PM	Samuel Greene	Uber Technologies Inc 866-576-1039 (t	20.00		
Transportation	Taxi / Car service	5/31/2012	2:18 AM	Benjamin Weingarten	All Taxi Management Long Island Cit	7.94		
Transportation	Taxi / Car service	5/31/2012	12:01 AM	Karn Chopra	Md Mezba R Hossain M Bronx	15.02		
Transportation	Taxi / Car service	5/31/2012	8:08 PM	Karn Chopra	S&r Medallion Corp S New York	19.82		
Transportation	Taxi / Car service	5/31/2012	11:02 PM	Karn Chopra	Taxi Credit Card Cor Woodside	14.25		
Transportation	Taxi / Car service	5/31/2012	9:04 PM	Ryan Kiely	All Taxi Management Long Island Cit	11.18		
Transportation	Taxi / Car service	5/31/2012	11:09 PM	Ryan Kiely	NYC Taxi Med 6v78 09 Brooklyn	8.52		
Transportation	Taxi / Car service	6/1/2012	12:59 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	6/1/2012	9:41 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	67.63		
Transportation	Taxi / Car service	6/2/2012	5:34 PM	Ryan Kiely	NYC Taxi Med 5p23 09 Long Island C	10.44		
Transportation	Taxi / Car service	6/5/2012	1:10 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	34.37		
Transportation	Taxi / Car service	6/5/2012	10:51 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	47.68		
Transportation	Taxi / Car service	6/5/2012	11:07 PM	Karn Chopra	NYC Taxi Med 4c23 09 Elmont	14.25		
Transportation	Taxi / Car service	6/5/2012	12:46 AM	Ryan Kiely	Yellow Cab Slsjet Ma Long Island Cit	8.56		
Transportation	Taxi / Car service	6/5/2012	11:34 PM	Ryan Kiely	NYC Taxi Med 7d72 09 Floral Park	9.55		
Transportation	Taxi / Car service	6/6/2012	10:43 PM	MinYee Chen	31 W 52 ST 7 to 4260 BROADWAY 16 - H	35.70		
Transportation	Taxi / Car service	6/6/2012	9:03 PM	Karn Chopra	NYC Taxi Med 6u92 09 Brooklyn	9.48		
Transportation	Taxi / Car service	6/7/2012	1:49 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	47.68		
Transportation	Taxi / Car service	6/7/2012	11:44 PM	Benjamin Weingarten	Light Source Inc Lig New York	5.54		
Transportation	Taxi / Car service	6/7/2012	10:49 PM	Karn Chopra	Cermt Management Inc Long Island Cit	9.38		
Transportation	Taxi / Car service	6/9/2012	9:00 PM	Karn Chopra	NYC Taxi Med 7h49 09 Brooklyn	10.44		

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 14, 2012 THROUGH JULY 31, 2012

Expense Category	Expense Type	Date Expense Incurred ^(a)	Time Expense Incurred ^(b)	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ^(c)	Revised Meal Expense
Transportation	Taxi / Car service	6/10/2012	12:13 AM	Benjamin Weingarten	NYC Taxi Med 9v86 09 Brooklyn	12.84		
Transportation	Taxi / Car service	6/10/2012	10:37 PM	Benjamin Weingarten	NYC Taxi Med 8h86 09 Bronx	8.04		
Transportation	Taxi / Car service	6/11/2012	11:20 PM	Benjamin Weingarten	NYC Taxi Med 1v99 09 Brooklyn	8.52		
Transportation	Taxi / Car service	6/11/2012	12:05 AM	Karn Chopra	All Taxi Management Long Island Cit	13.22		
Transportation	Taxi / Car service	6/12/2012	12:34 PM	Karn Chopra	All Taxi Management Long Island Cit	15.50		
Transportation	Taxi / Car service	6/12/2012	9:16 PM	Karn Chopra	NYC Taxi Med 8h12 09 Long Island C	16.05		
Transportation	Taxi / Car service	6/12/2012	10:08 PM	Ryan Kiely	NYC Taxi Med 2p91 09 New York	9.48		
Transportation	Taxi / Car service	6/13/2012	11:09 PM	Karn Chopra	NYC Taxi Med 7j31 09 Long Island C	12.84		
Transportation	Taxi / Car service	6/13/2012	11:41 PM	Ryan Kiely	NYC Taxi Med 1h53 09 New York	12.36		
Transportation	Taxi / Car service	6/14/2012	11:05 PM	Karn Chopra	White And Blue Group Long Island Cit	13.70		
Transportation	Taxi / Car service	6/14/2012	10:25 PM	Samuel Greene	Uber Technologies In 866-576-1039 (t	21.00		
Transportation	Taxi / Car service	6/15/2012	8:51 PM	Karn Chopra	NYC Taxi Med 5l34 09 Long Island C	13.80		
Transportation	Taxi / Car service	6/15/2012	11:33 PM	Karn Chopra	Jtl Management Inc J Long Island Cit	8.42		
Transportation	Taxi / Car service	6/16/2012	2:02 PM	Ryan Kiely	NYC Taxi Med 6v47 09 Brooklyn	12.36		
Transportation	Taxi / Car service	6/16/2012	10:03 PM	Ryan Kiely	NYC Taxi Med 1m89 09 Flushing	11.40		
Transportation	Taxi / Car service	6/17/2012	10:57 PM	Ryan Kiely	NYC Taxi Med 1v77 09 Bellrose	10.44		
Transportation	Taxi / Car service	6/18/2012	12:16 AM	Karn Chopra	All Taxi Management Long Island Cit	12.74		
Transportation	Taxi / Car service	6/18/2012	10:35 PM	Karn Chopra	NYC Taxi Med 6g87 09 Brooklyn	15.12		
Transportation	Taxi / Car service	6/19/2012	1:30 AM	Magdalena Kala	Yellow Cab	10.00		
Transportation	Taxi / Car service	6/19/2012	11:54 PM	Magdalena Kala	Yellow Cab	9.70		
Transportation	Taxi / Car service	6/19/2012	10:20 PM	Ryan Kiely	NYC Taxi Med 2g53 09 Long Island C	8.75		
Transportation	Taxi / Car service	6/20/2012	12:12 AM	Karn Chopra	Skr Medallion Corp S New York	15.62		
Transportation	Taxi / Car service	6/20/2012	9:03 PM	Karn Chopra	NYC Taxi Med 3a19 09 New York	13.32		
Transportation	Taxi / Car service	6/20/2012	7:53 PM	Samuel Greene	All Taxi Management Long Island Cit	11.60		
Transportation	Taxi / Car service	6/20/2012	10:11 PM	Samuel Greene	King Brokerage King Brooklyn	11.30		
Transportation	Taxi / Car service	6/21/2012	12:12 AM	Benjamin Weingarten	NYC Taxi Med 6j60 09 Long Island C	8.00		
Transportation	Taxi / Car service	6/22/2012	12:47 AM	Magdalena Kala	Yellow Cab	10.90		
Transportation	Taxi / Car service	6/22/2012	10:31 PM	Magdalena Kala	Yellow Cab	9.70		
Transportation	Taxi / Car service	6/22/2012	11:31 PM	Karn Chopra	NYC Taxi Med 3t49 09 Brooklyn	13.80		
Transportation	Taxi / Car service	6/23/2012	1:16 PM	Magdalena Kala	Yellow Cab	11.20		
Transportation	Taxi / Car service	6/23/2012	1:37 PM	Benjamin Weingarten	NYC-Taxi Verifone NY Long Island Cit	13.58		
Transportation	Taxi / Car service	6/23/2012	12:17 PM	Ryan Kiely	All Taxi Management Long Island Cit	15.02		
Transportation	Taxi / Car service	6/24/2012	12:40 AM	Magdalena Kala	Yellow Cab	9.70		
Transportation	Taxi / Car service	6/24/2012	11:01 AM	Magdalena Kala	Yellow Cab	9.70		
Transportation	Taxi / Car service	6/24/2012	11:35 PM	Magdalena Kala	Yellow Cab	8.80		
Transportation	Taxi / Car service	6/24/2012	12:43 AM	Benjamin Weingarten	NYC Taxi Med 2v96 09 New York	7.92		
Transportation	Taxi / Car service	6/24/2012	11:43 AM	Benjamin Weingarten	NYC Taxi Med 7f99 09 New York	13.68		
Transportation	Taxi / Car service	6/24/2012	10:24 PM	Benjamin Weingarten	NYC Taxi Med 1j23 09 Astoria	9.48		
Transportation	Taxi / Car service	6/26/2012	12:05 AM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	11.30		
Transportation	Taxi / Car service	6/26/2012	10:31 PM	Karn Chopra	NYC Taxi Med 1y89 09 Woodside	12.36		
Transportation	Taxi / Car service	6/27/2012	11:30 PM	Benjamin Weingarten	NYC Taxi Med 5f18 09 Staten Island	7.56		
Transportation	Transportation Other	5/15/2012		Marc Puntus	State-Pearl Garage 4 New York	41.00		
Transportation	Transportation Other	5/23/2012		Marc Puntus	Let'S Park Corp	38.00		
Transportation	Transportation Other	6/18/2012		Marc Puntus	State-Pearl Garage 4 New York	41.00		
Transportation	Transportation Other	6/19/2012		Marc Puntus	State-Pearl Garage 4 New York	41.00		
Meals	Client Meals	5/24/2012		Samuel Greene	Bread Market 0074	3.26		
Meals	In-House Meals	5/21/2012		Lisa McDonald	Fresco on the Go Catering	186.41		
Meals	OT Meals	5/1/2012	9:12 PM	Ryan Kiely	Tolaoche	32.39	(12.39)	20.00
Meals	OT Meals	5/1/2012	9:12 PM	Karn Chopra	Tolaoche	32.39	(12.39)	20.00
Meals	OT Meals	5/1/2012	9:26 PM	Benjamin Weingarten	Josie's	29.94	(9.94)	20.00
Meals	OT Meals	5/2/2012	8:23 PM	Ryan Kiely	Toasties (51st)	16.78	-	16.78
Meals	OT Meals	5/2/2012	8:23 PM	Karn Chopra	Toasties (51st)	16.78	-	16.78
Meals	OT Meals	5/2/2012	8:23 PM	Benjamin Weingarten	Toasties (51st)	16.78	-	16.78
Meals	OT Meals	5/3/2012	9:19 PM	Ryan Kiely	Angelo's Pizza	25.35	(5.35)	20.00
Meals	OT Meals	5/3/2012	9:19 PM	Karn Chopra	Angelo's Pizza	25.35	(5.35)	20.00
Meals	OT Meals	5/3/2012	9:19 PM	Benjamin Weingarten	Angelo's Pizza	25.35	(5.35)	20.00
Meals	OT Meals	5/3/2012	1:53 AM	Benjamin Weingarten	Sherwood To Go	19.26		19.26
Meals	OT Meals	5/4/2012	8:59 PM	Benjamin Weingarten	Haistry	16.44	(16.44)	20.00
Meals	OT Meals	5/5/2012	1:22 AM	Benjamin Weingarten	Bagel & Bean	18.12		18.12
Meals	OT Meals	5/5/2012	8:29 PM	Benjamin Weingarten	Tony's Di Napoli	23.60	(3.60)	20.00
Meals	OT Meals	5/6/2012	1:37 AM	Ryan Kiely	Bagel Stix	11.54	-	11.54
Meals	OT Meals	5/6/2012	9:44 PM	Ryan Kiely	Aoki Japanese Restaurant	29.44	(9.44)	20.00
Meals	OT Meals	5/6/2012	1:37 AM	Karn Chopra	Bagel Stix	11.54	-	11.54
Meals	OT Meals	5/6/2012	9:44 PM	Karn Chopra	Aoki Japanese Restaurant	29.45	(9.45)	20.00
Meals	OT Meals	5/6/2012	9:44 PM	Benjamin Weingarten	Aoki Japanese Restaurant	29.45	(9.45)	20.00
Meals	OT Meals	5/7/2012	9:18 PM	Benjamin Weingarten	Glaze Teriyaki Grill	22.56	(2.56)	20.00
Meals	OT Meals	5/7/2012	8:20 PM	Presentation Dept	Sherwood To Go	17.90	-	17.90
Meals	OT Meals	5/8/2012	12:59 AM	Ryan Kiely	Cosmic Diner	14.42	-	14.42
Meals	OT Meals	5/8/2012	8:14 PM	Ryan Kiely	Tolaoche	30.18	(10.18)	20.00
Meals	OT Meals	5/8/2012	8:14 PM	Karn Chopra	Tolaoche	30.19	(10.19)	20.00
Meals	OT Meals	5/8/2012	12:59 AM	Benjamin Weingarten	Cosmic Diner	14.42	-	14.42
Meals	OT Meals	5/8/2012	9:46 PM	Benjamin Weingarten	Tuscany	32.31	(12.31)	20.00
Meals	OT Meals	5/9/2012	8:18 PM	Ryan Kiely	Toasties (48th/Mad-5av)	16.99	-	16.99
Meals	OT Meals	5/9/2012	8:18 PM	Karn Chopra	Toasties (48th/Mad-5av)	16.99	-	16.99
Meals	OT Meals	5/9/2012	2:37 AM	Benjamin Weingarten	Sherwood To Go	19.35	-	19.35
Meals	OT Meals	5/9/2012	9:40 PM	Benjamin Weingarten	FreeFoods NYC	35.85	(15.85)	20.00
Meals	OT Meals	5/10/2012	8:31 PM	Ryan Kiely	Obao	22.01	(2.01)	20.00
Meals	OT Meals	5/10/2012	8:31 PM	Karn Chopra	Obao	22.02	(2.02)	20.00
Meals	OT Meals	5/10/2012	3:27 AM	Benjamin Weingarten	Sherwood To Go	16.64	-	16.64
Meals	OT Meals	5/10/2012	8:33 PM	Benjamin Weingarten	Mooncake Foods (54th Street)	29.35	(9.35)	20.00
Meals	OT Meals	5/11/2012	8:56 PM	Ryan Kiely	Shun Lee Palace	27.85	(7.85)	20.00
Meals	OT Meals	5/11/2012	8:56 PM	Karn Chopra	Shun Lee Palace	27.85	(7.85)	20.00
Meals	OT Meals	5/11/2012	8:56 PM	Marc Puntus	Shun Lee Palace	27.85	(7.85)	20.00
Meals	OT Meals	5/11/2012	8:56 PM	Benjamin Weingarten	Shun Lee Palace	27.83	(7.83)	20.00
Meals	OT Meals	5/12/2012	9:53 PM	Ryan Kiely	Cosmic Diner	19.29	-	19.29
Meals	OT Meals	5/12/2012	9:49 PM	Karn Chopra	Sherwood To Go	28.28	(8.28)	20.00
Meals	OT Meals	5/12/2012	1:42 AM	Benjamin Weingarten	Bagel & Bean	20.75	(0.75)	20.00
Meals	OT Meals	5/12/2012	9:54 PM	Benjamin Weingarten	j'Whym! Restaurant	33.93	(13.93)	20.00
Meals	OT Meals	5/13/2012	9:38 PM	Benjamin Weingarten	Junior's (Broadway)	22.64	(2.64)	20.00
Meals	OT Meals	5/15/2012	9:54 PM	Karn Chopra	Toasties (48th/Mad-5av)	15.07	-	15.07
Meals	OT Meals	5/15/2012	9:54 PM	Benjamin Weingarten	Toasties (48th/Mad-5av)	15.06	-	15.06
Meals	OT Meals	5/17/2012	9:15 PM	Benjamin Weingarten	Glaze Teriyaki Grill	22.15	(2.15)	20.00
Meals	OT Meals	5/21/2012	8:18 PM	Ryan Kiely	Bukhara (49th Street)	30.46	(10.46)	20.00
Meals	OT Meals	5/21/2012	8:18 PM	Karn Chopra	Bukhara (49th Street)	30.46	(10.46)	20.00
Meals	OT Meals	5/21/2012	8:30 PM	Benjamin Weingarten	Blockheads Burritos (WW)	16.79	-	16.79
Meals	OT Meals	5/23/2012	9:13 PM	Benjamin Weingarten	Moonrock Diner	22.37	(2.37)	20.00
Meals	OT Meals	5/25/2012	9:18 PM	Presentation Dept	Sherwood To Go	23.06	(3.06)	20.00
Meals	OT Meals	5/29/2012	8:29 PM	Karn Chopra	Josie's	29.81	(9.81)	20.00
Meals	OT Meals	5/29/2012	8:29 PM	Benjamin Weingarten	Josie's	29.80	(9.80)	20.00
Meals	OT Meals	5/30/2012	8:23 PM	Ryan Kiely	Ginger (55th St.)	28.47	(8.47)	20.00
Meals	OT Meals	5/30/2012	8:23 PM	Benjamin Weingarten	Ginger (55th St.)	28.47	(8.47)	20.00
Meals	OT Meals	5/30/2012	2:43 AM	Benjamin Weingarten	Sherwood To Go	16.45	-	16.45
Meals	OT Meals	5/31/2012	9:04 PM	Benjamin Weingarten	Glaze Teriyaki Grill	21.12	(1.12)	20.00
Meals	OT Meals	6/3/2012	8:19 PM	Benjamin Weingarten	Aki Sushi	32.39	(12.39)	20.00
Meals	OT Meals	6/4/2012	8:16 PM	Benjamin Weingarten	Josie's	26.04	(6.04)	20.00
Meals	OT Meals	6/4/2012	8:16 PM	Karn Chopra	Josie's	26.04	(6.04)	20.00
Meals	OT Meals	6/4/2012	8:16 PM	Ryan Kiely	Josie's	26.05	(6.05)	20.00
Meals	OT Meals	6/5/2012	8:52 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	26.86	(6.86)	20.00
Meals	OT Meals	6/5/2012	8:08 PM	Presentation Dept	Ajiyai Japanese Restaurant	16.55		16.55
Meals	OT Meals	6/6/2012	9:00 PM	Benjamin Weingarten	j'Whym! Restaurant	35.50	(15.50)	20.00
Meals	OT Meals	6/7/2012	8:05 PM	Benjamin Weingarten	Akdeniz	20.13	(0.13)	20.00
Meals	OT Meals	6/11/2012	8:50 PM	Benjamin Weingarten	Ayama	20.41	(0.41)	20.00
Meals	OT Meals	6/12/2012	9:28 PM	Benjamin Weingarten	Moonrock Diner	24.01	(4.01)	20.00
Meals	OT Meals	6/13/2012	8:33 PM	Karn Chopra	Claw (9th Avenue)	34.60	(14.60)	20.00
Meals	OT Meals	6/13/2012	8:33 PM	Ryan Kiely	Claw (9th Avenue)	34.59	(14.59)	20.00
Meals	OT Meals	6/14/2012	8:02 PM	Benjamin Weingarten	Shun Lee West	15.72	(15.72)	20.00
Meals	OT Meals	6/14/2012	2:12 AM	Benjamin Weingarten	Sherwood To Go	13.15		13.15
Meals	OT Meals	6/14/2012	8:21 PM	Karn Chopra	Tolaoche	32.65	(12.65)	20.00
Meals	OT Meals	6/14/2012	8:21 PM	Ryan Kiely	Tolaoche	32.65	(12.65)	20.00
Meals	OT Meals	6/18/2012	8:30 PM	Benjamin Weingarten	Ayama	36.15	(16.15)	20.00

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 14, 2012 THROUGH JULY 31, 2012

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽²⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽³⁾	Revised Meal Expense
Meals	OT Meals	6/18/2012	8:30 PM	Kam Chopra	Ayama	36.15	(16.15)	20.00
Meals	OT Meals	6/18/2012	8:30 PM	Ryan Kieley	Ayama	36.15	(16.15)	20.00
Meals	OT Meals	6/18/2012	8:30 PM	Samuel Greene	Ayama	36.15	(16.15)	20.00
Meals	OT Meals	6/18/2012	8:30 PM	Marc Puntus	Ayama	36.15	(16.15)	20.00
Meals	OT Meals	6/19/2012	8:33 PM	Benjamin Weingarten	Akdeniz	23.50	(3.50)	20.00
Meals	OT Meals	6/20/2012	1:35 AM	Benjamin Weingarten	Sherwood To Go	10.88	-	10.88
Meals	OT Meals	6/20/2012	9:45 PM	Benjamin Weingarten	Patron Mexican Grill (772 9th Ave)	29.91	(9.91)	20.00
Meals	OT Meals	6/21/2012	9:01 PM	Benjamin Weingarten	Glaze Teriyaki Grill	18.83	-	18.83
Meals	OT Meals	6/21/2012	9:01 PM	Magdalena Kala	Glaze Teriyaki Grill	18.83	-	18.83
Meals	OT Meals	6/21/2012	9:31 PM	Presentation Dept	Bread & Company (425 Madison)	19.44	-	19.44
Meals	OT Meals	6/22/2012	8:59 PM	Benjamin Weingarten	Junior's (Broadway)	21.80	(1.80)	20.00
Meals	OT Meals	6/22/2012	8:14 PM	Magdalena Kala	Natsumi	22.14	(2.14)	20.00
Meals	OT Meals	6/23/2012	8:20 PM	Benjamin Weingarten	Bagel & Bean	18.74	-	18.74
Meals	OT Meals	6/23/2012	9:04 PM	Magdalena Kala	Wondee Siam II	24.31	(4.31)	20.00
Meals	OT Meals	6/24/2012	8:18 PM	Magdalena Kala	Energy Kitchen (W 47th)	22.09	(2.09)	20.00
Meals	OT Meals	6/25/2012	9:57 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	21.02	(1.02)	20.00
Meals	OT Meals	6/25/2012	8:13 PM	Magdalena Kala	A Asosan Sushi	27.08	(7.08)	20.00
Meals	OT Meals	6/25/2012	8:03 PM	Kam Chopra	Why? Restaurant	29.85	(9.85)	20.00
Meals	OT Meals	6/26/2012	9:00 PM	Benjamin Weingarten	Glaze Teriyaki Grill	19.07	-	19.07
Meals	OT Meals	6/26/2012	9:59 PM	Magdalena Kala	Aoki Japanese Restaurant	21.86	(1.86)	20.00
Meals	OT Meals	6/26/2012	8:46 PM	Kam Chopra	Angelo's Pizza	22.58	(2.58)	20.00
Meals	OT Meals	6/27/2012	9:43 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	30.46	(10.46)	20.00
Meals	OT Meals	6/28/2012	9:12 PM	Magdalena Kala	Little Thai Kitchen (53rd/2nd)	23.63	(3.63)	20.00
Meals	OT Meals	6/30/2012	2:21 AM	Magdalena Kala	Bliss 9 Burger (9th Ave)	13.24	-	13.24
Meals	OT Meals	6/30/2012	9:34 PM	Magdalena Kala	Asia Culture from Heavenly Bamboo	25.57	(5.57)	20.00
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/01 Conference Call	947.29		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/02 Conference Call	733.82		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/04 Conference Call	39.79		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/08 Conference Call	181.08		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/08 Conference Call	112.52		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/08 Conference Call	493.83		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/10 Conference Call	35.34		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/10 Conference Call	19.47		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/10 Conference Call	134.73		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/10 Conference Call	67.42		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/10 Conference Call	765.06		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	48.27		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	46.25		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/12 Conference Call	489.34		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/12 Conference Call	329.72		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/13 Conference Call	36.11		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/15 Conference Call	28.01		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/03 Conference Call	760.99		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/08 Conference Call	610.75		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/09 Conference Call	804.09		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	337.47		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/12 Conference Call	164.02		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/13 Conference Call	286.71		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/21 Conference Call	641.60		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/03 Conference Call	19.22		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/03 Conference Call	19.52		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/03 Conference Call	175.06		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/03 Conference Call	165.27		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/04 Conference Call	160.00		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/05 Conference Call	207.86		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/06 Conference Call	513.34		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/07 Conference Call	358.97		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/08 Conference Call	80.42		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/09 Conference Call	28.83		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/10 Conference Call	19.14		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	19.41		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	190.43		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	69.02		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/11 Conference Call	39.79		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/12 Conference Call	114.13		
Communication & Other: Conference Calls	Conference Calls	5/31/2012			05/31 Conference Call	46.68		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/05 Conference Call	44.50		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/07 Conference Call	46.25		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/12 Conference Call	234.71		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/17 Conference Call	19.88		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/26 Conference Call	50.30		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/28 Conference Call	24.80		
Communication & Other: Conference Calls	Conference Calls	6/30/2012			06/04 Conference Call	55.20		
Communication & Other: Presentation	Temp - Presentations	6/13/2012		Presentation Dept	06/13 Presentation Dept 16.0 hrs @ 39.40, 17.0	71.83		
Communication & Other: FedEx / Shipping	Fed Ex / Shipping	6/10/2012		Benjamin Weingarten	Fedex# 80056994483 Memphis	63.20		
Communication & Other: FedEx / Shipping	Fed Ex / Shipping	6/19/2012		Benjamin Weingarten	Fedex# 87378402265 Memphis	48.85		
Communication & Other: FedEx / Shipping	Fed Ex / Shipping	6/27/2012		Benjamin Weingarten	Fedex# 800558054722 Memphis	75.52		
Communication & Other: Other Expenses	Other Expenses	4/29/2012		Samuel Greene	Uber Technologies In 866-576-1039	15.00		
Communication & Other: Other Expenses	Other Expenses	5/17/2012		Samuel Greene	Uber Technologies In 866-576-1039	20.00		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal. Centerview has previously debited such amounts against the \$50,000 expense retainer but will credit the expense retainer for such overage on a retroactive and prospective basis.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
AUGUST 1, 2012 THROUGH AUGUST 31, 2012

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽²⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽³⁾	Revised Meal Expense
Transportation	Taxi / Car service	5/22/2012	8:30 PM	Karn Chopra	523 E 14 ST M to 55 WATER ST 10004	33.26		
Transportation	Taxi / Car service	6/12/2012	10:19 PM	Karn Chopra	523 E 14 ST M to 1 BOWLING GREEN 10	33.26		
Transportation	Taxi / Car service	6/12/2012	10:32 PM	Benjamin Weingarten	31 W 52 ST to E 10 ST	52.11		
Transportation	Taxi / Car service	6/13/2012	9:19 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	37.70		
Transportation	Taxi / Car service	6/14/2012	9:22 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	6/19/2012	10:30 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	6/20/2012	10:55 PM	Benjamin Weingarten	31 W 52 ST to E 10 ST	27.72		
Transportation	Taxi / Car service	6/21/2012	10:07 PM	Magdalena Kala	31 W 52 ST 7 to 246 W 20 ST 3	46.57		
Transportation	Taxi / Car service	6/22/2012	9:35 PM	Benjamin Weingarten	31 W 52 ST to E 10 ST	48.79		
Transportation	Taxi / Car service	6/23/2012	9:59 PM	Benjamin Weingarten	31 W 52 ST to E 3 ST	60.98		
Transportation	Taxi / Car service	6/25/2012	10:07 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	6/25/2012	8:59 PM	Magdalena Kala	Taxi 20:59	10.50		
Transportation	Taxi / Car service	6/26/2012	10:08 PM	Magdalena Kala	Taxi 22:08	8.10		
Transportation	Taxi / Car service	6/28/2012	2:19 AM	Magdalena Kala	Taxi 02:19	8.50		
Transportation	Taxi / Car service	6/29/2012	1:28 AM	Magdalena Kala	Taxi 01:28	9.70		
Transportation	Taxi / Car service	6/30/2012	1:19 AM	Magdalena Kala	Taxi 01:19	15.40		
Transportation	Taxi / Car service	6/30/2012	9:02 PM	Magdalena Kala	Taxi 21:02	11.18		
Transportation	Taxi / Car service	7/1/2012	9:22 PM	Ryan Kietly	All Taxi Management Long Island Cit	6.98		
Transportation	Taxi / Car service	7/1/2012	11:52 PM	Magdalena Kala	Taxi 23:52	8.90		
Transportation	Taxi / Car service	7/3/2012	10:42 PM	Karn Chopra	NYC Taxi Med 3p65 09 Brooklyn	14.40		
Transportation	Taxi / Car service	7/3/2012	2:28 AM	Magdalena Kala	Taxi 02:28	9.70		
Transportation	Taxi / Car service	7/3/2012	10:02 PM	Magdalena Kala	Taxi 22:02	8.40		
Transportation	Taxi / Car service	7/4/2012	12:05 AM	Ryan Kietly	Otolizz Hacking Corp New York	5.90		
Transportation	Taxi / Car service	7/4/2012	10:08 PM	Ryan Kietly	NYC Taxi Med 1b59 09 New York	13.92		
Transportation	Taxi / Car service	7/4/2012	10:52 PM	Magdalena Kala	Taxi 22:52	9.30		
Transportation	Taxi / Car service	7/5/2012	10:49 PM	Ryan Kietly	All Taxi Management Long Island Cit	10.94		
Transportation	Taxi / Car service	7/5/2012	11:39 PM	Magdalena Kala	Taxi 23:39	11.40		
Transportation	Taxi / Car service	7/9/2012	10:25 PM	Karn Chopra	All Taxi Management Long Island Cit	12.74		
Transportation	Taxi / Car service	7/9/2012	10:49 PM	Ryan Kietly	NYC Taxi Med 4c97 09 Lic	14.76		
Transportation	Taxi / Car service	7/10/2012	10:50 PM	Ryan Kietly	NYC Taxi Med 5h71 09 Woodside	12.00		
Transportation	Taxi / Car service	7/11/2012	12:14 AM	Karn Chopra	NYC Taxi Med 4l38 09 Long Island C	18.60		
Transportation	Taxi / Car service	7/11/2012	10:05 PM	Karn Chopra	White And Blue Group Long Island Cit	17.54		
Transportation	Taxi / Car service	7/11/2012	12:29 AM	Ryan Kietly	S&K Medallion Corp S New York	9.02		
Transportation	Taxi / Car service	7/11/2012	9:12 PM	Ryan Kietly	NYC Taxi Med 8k99 09 Long Island C	10.55		
Transportation	Taxi / Car service	7/11/2012	9:11 PM	Samuel Greene	NYC Taxi Med 9c16 09 Long Island C	14.64		
Transportation	Taxi / Car service	7/12/2012	10:54 PM	Magdalena Kala	Taxi 22:54	10.44		
Transportation	Taxi / Car service	7/13/2012	12:07 AM	Karn Chopra	All Taxi Management Long Island Cit	14.30		
Transportation	Taxi / Car service	7/13/2012	7:32 PM	Karn Chopra	Queens Medallion Lsn Long Island Cit	21.74		
Transportation	Taxi / Car service	7/13/2012	10:51 PM	Karn Chopra	NYC Taxi Med 8p39 09 Long Island C	15.60		
Transportation	Taxi / Car service	7/14/2012	6:30 PM	Ryan Kietly	NYC Taxi Med 1k47 09 Long Island C	9.48		
Transportation	Taxi / Car service	7/15/2012	4:58 PM	Ryan Kietly	NYC Taxi Med 3p60 09 Long Island C	12.80		
Transportation	Taxi / Car service	7/16/2012	10:13 PM	Karn Chopra	All Taxi Management Long Island Cit	16.70		
Transportation	Taxi / Car service	7/16/2012	9:34 PM	Ryan Kietly	NYC Taxi Med 9y96 09 Woodside	10.80		
Transportation	Taxi / Car service	7/17/2012	10:59 PM	Ryan Kietly	NYC Taxi Med 2b44 09 Long Island C	9.84		
Transportation	Taxi / Car service	7/19/2012	10:59 PM	Ryan Kietly	NYC Taxi Med 1j56 09 Long Island C	11.40		
Transportation	Taxi / Car service	7/19/2012	10:03 PM	Samuel Greene	NYC Taxi Med 5j75 09 Brooklyn	15.60		
Transportation	Taxi / Car service	7/20/2012	9:14 PM	Karn Chopra	NYC Taxi Med 8p71 09 Long Island C	7.56		
Transportation	Taxi / Car service	7/20/2012	11:08 PM	Magdalena Kala	Taxi 23:08	9.70		
Transportation	Taxi / Car service	7/22/2012	7:50 PM	Ryan Kietly	NYC Taxi Med 2g16 09 New York	10.80		
Transportation	Taxi / Car service	7/23/2012	9:41 PM	Karn Chopra	White And Blue Group Long Island Cit	13.34		
Transportation	Taxi / Car service	7/23/2012	11:10 PM	Magdalena Kala	Taxi 23:10	10.60		
Transportation	Taxi / Car service	7/23/2012	9:51 PM	Samuel Greene	All Taxi Management Long Island Cit	11.00		
Transportation	Taxi / Car service	7/24/2012	9:50 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	15.98		
Transportation	Taxi / Car service	7/25/2012	9:16 PM	Karn Chopra	NYC Taxi Med 6f69 09 Long Island C	11.85		
Transportation	Taxi / Car service	7/26/2012	10:12 PM	Magdalena Kala	Taxi 22:12	10.20		
Transportation	Taxi / Car service	8/9/2012	10:09 PM	Magdalena Kala	Taxi Car Service - Card # 3255/ Auth	11.78		
Meals	OT Meals	7/2/2012	8:03 PM	Karn Chopra	Aoki Japanese Restaurant	32.64	(12.64)	20.00
Meals	OT Meals	7/2/2012	8:22 PM	Magdalena Kala	Mangia Organics	20.36	(0.36)	20.00
Meals	OT Meals	7/5/2012	8:36 PM	Benjamin Weingarten	Moonrock Diner	23.20	(3.20)	20.00
Meals	OT Meals	7/5/2012	9:49 PM	Magdalena Kala	Little Thai Kitchen (53rd/2nd)	21.02	(1.02)	20.00
Meals	OT Meals	7/9/2012	9:43 PM	Benjamin Weingarten	Moonrock Diner	22.87	(2.87)	20.00
Meals	OT Meals	7/9/2012	9:57 PM	Magdalena Kala	Little Thai Kitchen (53rd/2nd)	22.14	(2.14)	20.00
Meals	OT Meals	7/10/2012	8:54 PM	Karn Chopra	j'Whym! Restaurant	26.59	(6.59)	20.00
Meals	OT Meals	7/10/2012	9:00 PM	Benjamin Weingarten	Moonrock Diner	22.03	(2.03)	20.00
Meals	OT Meals	7/11/2012	8:12 PM	Karn Chopra	Bukhara (49th Street)	35.43	(15.43)	20.00
Meals	OT Meals	7/12/2012	8:31 PM	Magdalena Kala	Mooncake Foods (54th Street)	22.69	(2.69)	20.00
Meals	OT Meals	7/16/2012	8:54 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	25.86	(5.86)	20.00
Meals	OT Meals	7/19/2012	8:08 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	26.86	(6.86)	20.00
Meals	OT Meals	7/20/2012	8:46 PM	Benjamin Weingarten	Pietrasanta	34.76	(14.76)	20.00
Meals	OT Meals	7/20/2012	9:23 PM	Magdalena Kala	Akdeniz	24.65	(4.65)	20.00
Meals	OT Meals	7/21/2012	9:19 PM	Magdalena Kala	Sherwood To Go	8.28	-	8.28
Meals	OT Meals	7/23/2012	8:12 PM	Karn Chopra	Bukhara (49th Street)	29.86	(9.86)	20.00
Meals	OT Meals	7/23/2012	8:49 PM	Magdalena Kala	Teatery	30.35	(10.35)	20.00
Meals	OT Meals	7/24/2012	8:09 PM	Karn Chopra	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	7/26/2012	8:04 PM	Magdalena Kala	Mooncake Foods (54th Street)	23.51	(3.51)	20.00
Meals	OT Meals	7/30/2012	8:13 PM	Karn Chopra	Josie's	32.39	(12.39)	20.00
Meals	OT Meals	7/30/2012	8:13 PM	Ryan Kietly	Josie's	32.38	(12.38)	20.00
Meals	OT Meals	7/30/2012	8:47 PM	Benjamin Weingarten	Salmon River	33.51	(13.51)	20.00
Meals	OT Meals	7/31/2012	8:42 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	28.88	(8.88)	20.00
Communication & Other: Conference Calls	Conference Calls	7/31/2012			07/17 Conference Call	90.57		
Communication & Other: Conference Calls	Conference Calls	7/31/2012			07/18 Conference Call	51.66		
Communication & Other: Conference Calls	Conference Calls	7/31/2012			07/11 Conference Call	21.27		
Communication & Other: FedEx / Shipping	Messenger	6/30/2012		Benjamin Weingarten	06/30 1 Package	14.18		
Communication & Other: FedEx / Shipping	Fed Ex / Shipping	8/13/2012		Benjamin Weingarten	08/02 Package	18.83		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal. Centerview has previously debited such amounts against the \$50,000 expense retainer but will credit the expense retainer for such overage on a retroactive and prospective basis.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
SEPTEMBER 1, 2012 THROUGH SEPTEMBER 30, 2012

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽²⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽³⁾	Revised Meal Expense
Transportation	Taxi / Car service	7/19/2012	11:14 PM	NY Presentation Dept.	31 W 52 ST to SUMMIT	94.86		
Transportation	Taxi / Car service	7/29/2012	11:55 PM	Ryan Kielty	Fleetline Llc Fleet Woodside	16.58		
Transportation	Taxi / Car service	7/30/2012	12:06 AM	Karn Chopra	Mohammad Imran-1489 Brooklyn	12.74		
Transportation	Taxi / Car service	7/30/2012	10:31 PM	Ryan Kielty	NYC Taxi Med 2/78 09 Long Island C	15.10		
Transportation	Taxi / Car service	8/2/2012	12:01 AM	Karn Chopra	Light Source Inc Lig New York	12.26		
Transportation	Taxi / Car service	8/2/2012	10:22 PM	Karn Chopra	NYC Taxi Med 2g91 09 New York	8.40		
Transportation	Taxi / Car service	8/2/2012	10:57 PM	Ryan Kielty	NYC Taxi Med 7m55 09 Astoria	13.32		
Transportation	Taxi / Car service	8/2/2012	9:17 PM	Ryan Kielty	Taxi Credit Card Cor Woodside	9.98		
Transportation	Taxi / Car service	8/4/2012	5:24 PM	Karn Chopra	NYC Taxi Med 3m72 09 Riverdale	10.90		
Transportation	Taxi / Car service	8/5/2012	7:13 PM	Ryan Kielty	Jdl Management Inc J Long Island Cit	11.18		
Transportation	Taxi / Car service	8/8/2012	12:12 AM	Ryan Kielty	Direct Management As Long Island Cit	24.10		
Transportation	Taxi / Car service	8/8/2012	10:20 PM	Ryan Kielty	NYC Taxi Med 1n88 09 Long Island C	11.04		
Transportation	Taxi / Car service	8/12/2012	5:21 PM	Ryan Kielty	NYC Taxi Med 5p56 09 Long Island C	13.20		
Transportation	Taxi / Car service	8/13/2012	9:00 PM	Samuel Greene	Uber Technologies In 866-576-1039	10.00		
Transportation	Taxi / Car service	8/14/2012	9:40 PM	Karn Chopra	NYC Taxi Med 4m30 09 Brooklyn	11.88		
Transportation	Taxi / Car service	8/15/2012	9:36 PM	Ryan Kielty	NYC Taxi Med 2j81 09 Astoria	11.88		
Transportation	Taxi / Car service	8/16/2012	10:50 PM	Ryan Kielty	NYC Taxi Med 6d47 09 Long Island C	8.35		
Transportation	Taxi / Car service	8/18/2012	12:09 PM	Ryan Kielty	Jdl Management Inc J Long Island Cit	14.54		
Transportation	Taxi / Car service	8/18/2012	5:43 PM	Ryan Kielty	NYC Taxi Med 5b44 09 Brooklyn	12.36		
Transportation	Taxi / Car service	8/20/2012	10:11 PM	Karn Chopra	Beva Cab Corp Beva C Brooklyn	16.10		
Transportation	Taxi / Car service	8/20/2012	10:31 PM	Ryan Kielty	Gevork Chilingaryan- Long Island Cit	11.30		
Transportation	Taxi / Car service	8/22/2012	1:13 AM	Ryan Kielty	NYC Taxi Med 6b75 09 Brooklyn	15.24		
Transportation	Taxi / Car service	8/22/2012	10:10 PM	Ryan Kielty	Taxi Credit Card Cor Woodside	10.46		
Transportation	Taxi / Car service	8/24/2012	9:42 PM	Ryan Kielty	NYC Taxi Med 2m84 09 Long Island C	11.87		
Transportation	Taxi / Car service	8/25/2012	6:40 PM	Ryan Kielty	NYC Taxi Med 5k88 09 Brooklyn	12.36		
Meals	OT Meals	8/1/2012	9:02 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	31.10	(11.10)	20.00
Meals	OT Meals	8/2/2012	8:12 PM	Jonathan Mattern	The Original Fresh Tortillas Grill	10.84	-	10.84
Meals	OT Meals	8/2/2012	9:18 PM	Karn Chopra	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	8/2/2012	9:38 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	21.02	(1.02)	20.00
Meals	OT Meals	8/5/2012	9:51 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	23.66	(3.66)	20.00
Meals	OT Meals	8/6/2012	8:33 PM	Benjamin Weingarten	Glaze Teriyaki Grill	23.53	(3.53)	20.00
Meals	OT Meals	8/7/2012	8:45 PM	Benjamin Weingarten	Hiroshi Japanese Fusion	25.89	(5.89)	20.00
Meals	OT Meals	8/8/2012	8:29 PM	Jonathan Mattern	Dafni Greek Taverna	25.07	(5.07)	20.00
Meals	OT Meals	8/8/2012	8:11 PM	Benjamin Weingarten	Marrakesh	23.05	(3.05)	20.00
Meals	OT Meals	8/9/2012	9:32 PM	Ryan Kielty	Tolache	36.56	(16.56)	20.00
Meals	OT Meals	8/9/2012	8:24 PM	Benjamin Weingarten	Shun Lee West	35.72	(15.72)	20.00
Meals	OT Meals	8/10/2012	9:25 PM	Jonathan Mattern	Sherwood To Go	11.21	-	11.21
Meals	OT Meals	8/13/2012	8:01 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	32.13	(12.13)	20.00
Meals	OT Meals	8/14/2012	9:47 PM	Benjamin Weingarten	Dig Inn Seasonal Market - 55th Stree	21.99	(1.99)	20.00
Meals	OT Meals	8/15/2012	8:14 PM	Ryan Kielty	Tolache	39.30	(19.30)	20.00
Meals	OT Meals	8/15/2012	8:52 PM	Benjamin Weingarten	Aki Sushi	26.86	(6.86)	20.00
Meals	OT Meals	8/16/2012	9:12 PM	Benjamin Weingarten	Mr. K's	35.32	(15.32)	20.00
Meals	OT Meals	8/17/2012	8:43 PM	Benjamin Weingarten	Teatery	26.80	(6.80)	20.00
Meals	OT Meals	8/21/2012	9:31 PM	Benjamin Weingarten	Ashiya Sushi 5	19.91	-	19.91
Meals	OT Meals	8/22/2012	9:08 PM	Benjamin Weingarten	Mr. K's	36.86	(16.86)	20.00
Meals	OT Meals	8/23/2012	8:55 PM	Benjamin Weingarten	Ashiya Sushi 5	21.02	(1.02)	20.00
Meals	OT Meals	8/27/2012	8:41 PM	Benjamin Weingarten	Hiroshi Japanese Fusion	18.79	-	18.79
Meals	OT Meals	8/28/2012	8:03 PM	Benjamin Weingarten	Alpha Fusion	28.80	(8.80)	20.00
Communication & Other: Conference Calls	Conference Calls	8/31/2012		ECI Conferencing	08/02 Conference Call: 6 lines for 6	270.29		
Communication & Other: Conference Calls	Conference Calls	8/31/2012		ECI Conferencing	08/03 Conference Call: 5 lines for 1	73.91		
Communication & Other: Conference Calls	Conference Calls	8/31/2012		ECI Conferencing	08/07 Conference Call: 4 lines for 1	49.79		
Communication & Other: Conference Calls	Conference Calls	8/31/2012		ECI Conferencing	08/17 Conference Call: 7 lines for 2	106.45		
Communication & Other: Conference Calls	Conference Calls	8/31/2012		ECI Conferencing	08/30 Conference Call: 16 lines for	449.82		
Communication & Other: Conference Calls	Conference Calls	8/31/2012		ECI Conferencing	08/31 Conference Call: 4 lines for 4	18.81		
Communication & Other: FedEx / Shipping	Fed Ex / Shipping	9/24/2012		Ryan Kielty	1 Package	16.94		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal. Centerview has previously debited such amounts against the \$50,000 expense retainer but will credit the expense retainer for such overage on a retroactive and prospective basis.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
OCTOBER 1, 2012 THROUGH OCTOBER 31, 2012

Expense Category	Expense Type	Date Expense Incurred ^(a)	Time Expense Incurred ^(b)	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ^(c)	Revised Meal Expense
Transportation	Taxi / Car service	7/24/2012	9:47 PM	Samuel Greene	2 BROADWAY M to 31 W 52 ST 10019 M	34.37		
Transportation	Taxi / Car service	8/16/2012	12:07 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/17/2012	1:00 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/17/2012	10:27 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/22/2012	1:43 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/22/2012	11:14 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/26/2012	9:32 PM	Ryan Kiely	89 CRESTVIEW RD to 31 W 52 ST	138.72		
Transportation	Taxi / Car service	8/27/2012	10:22 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/28/2012	10:00 PM	Karn Chopra	Neptune Taxi Inc-4th Queens Village	12.26		
Transportation	Taxi / Car service	8/28/2012	10:05 PM	Ryan Kiely	All Taxi Management Long Island Cit	14.30		
Transportation	Taxi / Car service	8/29/2012	9:32 PM	Karn Chopra	All Taxi Management Long Island Cit	12.26		
Transportation	Taxi / Car service	8/29/2012	9:45 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	8/30/2012	9:55 PM	Ryan Kiely	All Taxi Management Long Island Cit	12.26		
Transportation	Taxi / Car service	9/4/2012	11:06 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	9/4/2012	10:22 PM	Ryan Kiely	31 W 52 ST 7 to LAG 11371	74.84		
Transportation	Taxi / Car service	9/5/2012	11:17 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	34.37		
Transportation	Taxi / Car service	9/5/2012	10:30 PM	Ryan Kiely	2711 North Haskell Ave to DFW/AA	105.76		
Transportation	Taxi / Car service	9/8/2012	12:15 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	18.50		
Transportation	Taxi / Car service	9/8/2012	6:29 PM	Ryan Kiely	NYC Taxi Med 8a68 09 Brooklyn	12.75		
Transportation	Taxi / Car service	9/10/2012	11:06 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	9/11/2012	12:16 AM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	14.90		
Transportation	Taxi / Car service	9/11/2012	8:45 PM	Ryan Kiely	NYC Taxi Med 1d83 09 Astoria	12.00		
Transportation	Taxi / Car service	9/12/2012	10:59 PM	Karn Chopra	White And Blue Group Long Island Cit	16.10		
Transportation	Taxi / Car service	9/12/2012	11:05 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	37.03		
Transportation	Taxi / Car service	9/13/2012	9:45 PM	Ryan Kiely	NYC Taxi Med 6158 09 New York	12.00		
Transportation	Taxi / Car service	9/14/2012	9:06 PM	Karn Chopra	NYC Taxi Med 4n10 09 New York	13.80		
Transportation	Taxi / Car service	9/14/2012	10:47 PM	Benjamin Weingarten	NYC Taxi Med 3150 09 Long Island C	11.40		
Transportation	Taxi / Car service	9/14/2012	10:08 PM	Ryan Kiely	Light Source Inc Lig New York	10.50		
Transportation	Taxi / Car service	9/16/2012	9:42 PM	Benjamin Weingarten	Platepass Hertz Toll 8774114300 Ref.	46.86		
Transportation	Taxi / Car service	9/17/2012	10:07 PM	Ryan Kiely	All Taxi Management Long Island Cit	10.10		
Transportation	Taxi / Car service	9/18/2012	11:45 PM	Jonathan Mattern	NYC-Taxi Verifone NY Long Island Cit	7.50		
Transportation	Taxi / Car service	9/18/2012	10:38 PM	Ryan Kiely	NYC Taxi Group Inc-1 Brooklyn	14.30		
Transportation	Taxi / Car service	9/19/2012	11:49 PM	Jonathan Mattern	JH Management Inc 1 Long Island Cit	7.50		
Transportation	Taxi / Car service	9/19/2012	10:34 PM	Karn Chopra	NYC Taxi Med 4p48 09 Flushing	17.50		
Transportation	Taxi / Car service	9/20/2012	12:25 AM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	16.10		
Transportation	Taxi / Car service	9/20/2012	9:38 PM	Ryan Kiely	NYC Taxi Med 4f89 09 New York	12.00		
Transportation	Taxi / Car service	9/21/2012	11:51 PM	Jonathan Mattern	S&R Medallion Corp S New York	11.60		
Transportation	Taxi / Car service	9/21/2012	10:14 PM	Ryan Kiely	Taxi Credit Card Cor Woodside	8.30		
Transportation	Taxi / Car service	9/23/2012	12:20 AM	Jonathan Mattern	All Taxi Management Long Island Cit	9.88		
Transportation	Taxi / Car service	9/23/2012	10:29 PM	Ryan Kiely	Executive Owners Hol Long Island Cit	11.30		
Transportation	Taxi / Car service	9/24/2012	1:03 AM	Jonathan Mattern	NYC Taxi Med 6n44 09 Flushing	9.00		
Transportation	Taxi / Car service	9/24/2012	9:00 PM	Benjamin Weingarten	NYC Taxi Med 1j41 09 Astoria	6.60		
Transportation	Taxi / Car service	9/25/2012	1:07 AM	Jonathan Mattern	NYC Taxi Med 2n21 09 Long Island C	10.00		
Transportation	Taxi / Car service	9/25/2012	8:16 PM	Samuel Greene	NYC Taxi Med 2y59 09 Long Island C	8.40		
Transportation	Taxi / Car service	9/25/2012	9:58 PM	Samuel Greene	NYC Taxi Med 1122 09 Brooklyn	18.00		
Transportation	Taxi / Car service	9/26/2012	2:07 AM	Jonathan Mattern	Ccrmt Management Inc Long Island Cit	8.00		
Transportation	Taxi / Car service	9/26/2012	10:22 PM	Jonathan Mattern	Fleetline Llc Fleet Woodside	9.50		
Transportation	Taxi / Car service	9/26/2012	9:02 PM	Ryan Kiely	NYC Taxi Med 5b93 09 Brooklyn	13.80		
Transportation	Taxi / Car service	9/27/2012	12:04 AM	Karn Chopra	JH Management Inc 1 Long Island Cit	26.90		
Transportation	Taxi / Car service	9/27/2012	10:42 PM	Karn Chopra	Executive Owners Hol Long Island Cit	17.90		
Transportation	Taxi / Car service	9/27/2012	10:00 PM	Ryan Kiely	NYC Taxi Med 8k49 09 Flushing	17.40		
Transportation	Taxi / Car service	10/3/2012	10:39 PM	Karn Chopra	Taxi (cash receipt in DC)	23.00		
Transportation	Airfare	8/31/2012		Ryan Kiely	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	8/31/2012		Ryan Kiely	American Airlines Inc Round Trip Coach class ticket # 00017	938.80		
Transportation	Airfare	8/31/2012		Ryan Kiely	American Airlines Inc Round Trip Coach class ticket # 00017	577.80		
Transportation	Airfare	9/14/2012		Karn Chopra	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	9/14/2012		Karn Chopra	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	9/17/2012		Marc Puntus	Delta Air Lines Round Trip Coach class ticket # [enter tick	360.51		
Transportation	Airfare	9/17/2012		Marc Puntus	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	9/17/2012		Marc Puntus	US Airways Coach Round Trip class ticket # [03771331404341]	828.60		
Transportation	Airfare	9/18/2012		Karn Chopra	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	9/18/2012		Marc Puntus	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	9/20/2012		Marc Puntus	Ovation Travel Group fee for Coach class ticket	48.00		
Transportation	Airfare	9/20/2012		Marc Puntus	Delta Air Lines Round Trip Coach class ticket # [0067133141	570.80		
Transportation	Airfare	9/20/2012		Marc Puntus	Ovation Travel Group fee for Coach class ticket	414.50		
Transportation	Airfare	9/20/2012		Benjamin Weingarten	Ovation Travel Group fee for Coach class ticket	15.00		
Transportation	Transportation Other	9/7/2012		Benjamin Weingarten	Hertz Car Rental Ref. # M63783510	464.24		
Transportation	Transportation Other	9/7/2012		Ryan Kiely	Exxonmobil	24.13		
Transportation	Transportation Other	9/7/2012		Ryan Kiely	Hertz Car Rental	323.26		
Transportation	Transportation Other	9/14/2012		Karn Chopra	Amtrak Tkt# 2589122030984 Passenger	242.00		
Transportation	Transportation Other	9/26/2012		Benjamin Weingarten	Shell Oil 5754241770 Monroe Twp	38.16		
Transportation	Transportation Other	10/2/2012		Benjamin Weingarten	Lukoil 101 Crawford St./ Fuel / Auth	48.40		
Hotel	Hotel (Excl meals)	9/6/2012		Ryan Kiely	Stoneleigh Hotel 000 Dallas - [1 night]	194.79		
Hotel	Hotel (Excl meals)	9/8/2012		Benjamin Weingarten	Marriott 337676phwest West Conshohock - [2 nights]	225.72		
Hotel	Hotel (Excl meals)	9/8/2012		Ryan Kiely	Marriott 337676phwest West Conshohock - [3 nights]	602.64		
Hotel	Hotel (Excl meals)	9/19/2012		Marc Puntus	Quill At The Jeffers Washington - [1 night]	110.20		
Hotel	Hotel (Excl meals)	9/21/2012		Karn Chopra	The Jefferson Hotel Washington - [2 nights]	942.88		
Hotel	Hotel (Excl meals)	9/21/2012		Marc Puntus	The Jefferson Hotel Washington - [2 nights]	962.33		
Hotel	Hotel (Excl meals)	9/24/2012		Benjamin Weingarten	Jarettown Hotel 542 Dresher Ref. #	38.71		
Meals	Out of Town Meals	9/6/2012		Benjamin Weingarten	Starbucks NJ-T931509 Cranbury	9.68		
Meals	Out of Town Meals	9/19/2012		Karn Chopra	Amtrak Acela Cafe Q Washington	10.00		
Meals	Out of Town Meals	9/20/2012		Karn Chopra	Starbucks Corp118695 Washington	5.12		
Meals	Out of Town Meals	9/21/2012		Benjamin Weingarten	Crossings Cafe	4.96		
Meals	Out of Town Meals	9/25/2012		Benjamin Weingarten	Corner Bistro	6.34		
Meals	Out of Town Meals	9/26/2012		Benjamin Weingarten	Wawa 253	5.08		
Meals	Out of Town Meals	9/28/2012		Benjamin Weingarten	Wawa 253	7.68		
Meals	Out of Town Meals	10/1/2012		Benjamin Weingarten	Crossings Cafe	4.75		
Meals	Out of Town Meals	10/1/2012		Benjamin Weingarten	Corner Bistro	6.34		
Meals	Out of Town Meals	10/1/2012		Benjamin Weingarten	Crossings Cafe	6.62		
Meals	Out of Town Meals	10/2/2012		Benjamin Weingarten	Corner Bistro	8.25		
Meals	Out of Town Meals	10/2/2012		Benjamin Weingarten	Wawa	7.07		
Meals	Client Meals/Ent	9/12/2012		Karn Chopra	Del Frisco Grille Of New York (Lunch; Attendees: Karn Chopra, Ryan Kiely, Marc Puntus, Tom Marano, Patrick Fleming, Ross Zachary, Matthew Rosen)	175.84	(35.84)	140.00
Meals	Client Meals/Ent	9/19/2012		Karn Chopra	Pj Clarkes Washing 5 Washington (Lunch; Attendees: Karn Chopra, Joe Pensabene, Tom Marano)	38.00		
Meals	Client Meals/Ent	9/19/2012		Marc Puntus	Siroc Restaurant 542 Washington (Dinner; Attendees: Tom Marano, Marc Puntus, Karn Chopra, Joe Pensabene, Patrick Fleming, Gary Lee, James Tannenbaum)	691.68	(551.68)	140.00
Meals	Client Meals/Ent	9/20/2012		Karn Chopra	Sei (Dinner w/ Jim Whittinger-ResCap	90.00	(50.00)	40.00
Meals	OT Meals	9/4/2012	9:15 PM	Karn Chopra	Dig Inn Seasonal Market - 55th Stree	24.87	(4.87)	20.00
Meals	OT Meals	9/4/2012	8:15 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	26.96	(6.96)	20.00
Meals	OT Meals	9/5/2012	8:39 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	24.95	(4.95)	20.00
Meals	OT Meals	9/10/2012	9:07 PM	NY Presentation Dept.	Chop't Creative Salad Co. (51st & 6t	21.00	(1.00)	20.00
Meals	OT Meals	9/10/2012	9:45 PM	Benjamin Weingarten	Ashiya Sushi 5	19.35	-	19.35
Meals	OT Meals	9/12/2012	8:19 PM	Benjamin Weingarten	Ashiya Sushi 5	21.02	(1.02)	20.00
Meals	OT Meals	9/13/2012	8:08 PM	Benjamin Weingarten	Shun Lee West	35.72	(15.72)	20.00
Meals	OT Meals	9/14/2012	8:17 PM	Benjamin Weingarten	Toasties (51st)	19.63	-	19.63
Meals	OT Meals	9/14/2012	9:36 PM	NY Presentation Dept.	Hyo Dong Gak	18.16	-	18.16
Meals	OT Meals	9/17/2012	9:29 PM	Jonathan Mattern	Cafe Metro (54th/7th)	23.55	(3.55)	20.00
Meals	OT Meals	9/17/2012	8:45 PM	Karn Chopra	Aki Sushi	34.41	(14.41)	20.00
Meals	OT Meals	9/17/2012	8:57 PM	Ryan Kiely	Toasties (49th)	15.66	-	15.66
Meals	OT Meals	9/18/2012	9:52 PM	Jonathan Mattern	ISavory	28.13	(8.13)	20.00
Meals	OT Meals	9/18/2012	8:15 PM	Karn Chopra	Ashiya Sushi 5	33.04	(13.04)	20.00
Meals	OT Meals	9/18/2012	8:15 PM	Benjamin Weingarten	Ashiya Sushi 5	33.04	(13.04)	20.00
Meals	OT Meals	9/18/2012	8:15 PM	Ryan Kiely	Ashiya Sushi 5	33.04	(13.04)	20.00
Meals	OT Meals	9/19/2012	8:05 PM	Benjamin Weingarten	Toasties (48th/Mad-Sav)	27.89	(7.89)	20.00
Meals	OT Meals	9/20/2012	9:18 PM	Jonathan Mattern	Peking Duck House (Formerly Maple Ga	32.17	(12.17)	20.00
Meals	OT Meals	9/20/2012	9:18 PM	Benjamin Weingarten	Peking Duck House (Formerly Maple Ga	32.17	(12.17)	20.00
Meals	OT Meals	9/21/2012	9:18 PM	Jonathan Mattern	810 Deli Cafe	22.03	(2.03)	20.00

Meals	OT Meals	9/21/2012	9:45 PM	Benjamin Weingarten	;Why? Restaurant	36.44	(16.44)	20.00
Meals	OT Meals	9/23/2012	8:06 PM	Jonathan Mattern	ISavory	23.53	(3.53)	20.00
Meals	OT Meals	9/23/2012	9:45 PM	Karn Chopra	Don Antonio by Starita	18.79	-	18.79
Meals	OT Meals	9/24/2012	8:33 PM	Jonathan Mattern	ISavory	28.79	(8.79)	20.00
Meals	OT Meals	9/25/2012	8:53 PM	Jonathan Mattern	Aki Sushi 2	27.88	(7.88)	20.00
Meals	OT Meals	9/26/2012	9:27 PM	Jonathan Mattern	Tacocina	21.47	(1.47)	20.00
Meals	OT Meals	9/27/2012	8:32 PM	Jonathan Mattern	Serafina at the Time Hotel	23.84	(3.84)	20.00
Meals	OT Meals	9/27/2012	8:11 PM	Karn Chopra	Bukhara (49th Street)	30.46	(10.46)	20.00
Meals	OT Meals	9/27/2012	8:29 PM	Benjamin Weingarten	Crossings Cafe	3.06	-	3.06
Meals	OT Meals	9/28/2012	8:58 PM	Jonathan Mattern	ISavory	19.91	-	19.91
Communication & Other: Phone Bill	Communications - BB	10/3/2012		Karn Chopra	Long Distance Phone Charges	75.00		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/14 Conference Call: 12 lines for	335.33		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/17 Conference Call: 1 lines for 6	20.63		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/17 Conference Call: 3 lines for 6	26.09		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/25 Conference Call: 22 lines for	202.33		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/25 Conference Call: 3 lines for 3	18.92		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/28 Conference Call: 6 lines for 2	98.77		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/04 Conference Call: 2 lines for 3	18.88		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/07 Conference Call: 4 lines for 1	77.10		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/17 Conference Call: 1 lines for 1	19.15		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/17 Conference Call: 1 lines for 4	19.21		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/04 Conference Call: 4 lines for 9	42.77		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/06 Conference Call: 4 lines for 2	81.93		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/10 Conference Call: 4 lines for 9	38.86		
Communication & Other: Conference Calls	Conference Calls	9/30/2012		ECI Conferencing	09/11 Conference Call: 6 lines for 3	131.77		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal. Centerview has previously debited such amounts against the \$50,000 expense retainer but will credit the expense retainer for such overage on a retroactive and prospective basis.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
NOVEMBER 1, 2012 THROUGH NOVEMBER 30, 2012

Expense Category	Expense Type	Date Incurred ¹	Time Expense Incurred ²	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ³	Revised Meal Expense	Less: Hotel Overage ⁴	Revised Hotel Expense
Transportation	Taxi / Car service	9/4/2012	12:16 AM	Ryan Kiely	DFW Airport to Stoneleigh	96.10				
Transportation	Taxi / Car service	9/14/2012	9:16 PM	NY Presentation Dept.	31 W 52 ST to SUMMIT	96.39				
Transportation	Taxi / Car service	9/18/2012	10:08 PM	Karn Chopra	31 W 52 ST to 523 E 14 ST	34.37				
Transportation	Taxi / Car service	9/19/2012	9:12 PM	Marc Puntus	Multi-Destination Trip, Washington D.C.	684.50				
Transportation	Taxi / Car service	9/19/2012	9:40 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72				
Transportation	Taxi / Car service	9/20/2012	10:27 PM	Marc Puntus	Multi-Destination Trip, Washington D.C.	779.50				
Transportation	Taxi / Car service	9/21/2012	9:59 PM	Marc Puntus	Multi-Destination Trip, Washington D.C.	493.50				
Transportation	Taxi / Car service	9/21/2012	1:38 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	34.37				
Transportation	Taxi / Car service	9/21/2012	9:06 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	26.61				
Transportation	Taxi / Car service	9/21/2012	10:23 PM	Karn Chopra	GINNIE MAE O 550 12TH STREET SW WASH	99.90				
Transportation	Taxi / Car service	9/30/2012	9:03 PM	Jonathan Mattern	Awesome Taxi Managem New York	13.62				
Transportation	Taxi / Car service	10/1/2012	9:05 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	11.30				
Transportation	Taxi / Car service	10/2/2012	9:50 PM	Ryan Kiely	White And Blue Group Long Island Cit	10.70				
Transportation	Taxi / Car service	10/2/2012	9:38 PM	Karn Chopra	All Taxi Management Long Island Cit	20.90				
Transportation	Taxi / Car service	10/3/2012	9:30 PM	Ryan Kiely	Queens Medallion Lsn Long Island Cit	10.10				
Transportation	Taxi / Car service	10/3/2012	11:16 PM	Benjamin Weingarten	NYC Taxi Med 7n87 09 New York	17.40				
Transportation	Taxi / Car service	10/3/2012	12:41 AM	Jonathan Mattern	NYC Taxi Med 9k34 09 Long Island C	7.50				
Transportation	Taxi / Car service	10/3/2012	10:07 PM	Karn Chopra	NYC Taxi Med 5g95 09 Long Island C	24.00				
Transportation	Taxi / Car service	10/4/2012	9:12 PM	Ryan Kiely	Ajb Taxi Management New York	10.10				
Transportation	Taxi / Car service	10/4/2012	2:43 AM	Jonathan Mattern	NYC Taxi Med 4p26 09 Long Island C	8.40				
Transportation	Taxi / Car service	10/4/2012	10:42 PM	Karn Chopra	All Taxi Management Long Island Cit	14.30				
Transportation	Taxi / Car service	10/5/2012	10:55 PM	Ryan Kiely	Cornt Management Inc Long Island Cit	12.50				
Transportation	Taxi / Car service	10/5/2012	10:45 PM	Jonathan Mattern	NYC Taxi Med 8v64 09 Brooklyn	8.00				
Transportation	Taxi / Car service	10/6/2012	11:18 AM	Ryan Kiely	NYC Taxi Verifone NY Long Island Cit	11.30				
Transportation	Taxi / Car service	10/6/2012	11:28 PM	Ryan Kiely	Jordan O. Ohene - 5a St. Albans	13.70				
Transportation	Taxi / Car service	10/6/2012	10:02 PM	Karn Chopra	NYC Taxi Med 2c56 09 Corona	13.80				
Transportation	Taxi / Car service	10/7/2012	10:08 PM	Jonathan Mattern	Executive Owners Hol Long Island Cit	9.25				
Transportation	Taxi / Car service	10/8/2012	10:39 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	10.70				
Transportation	Taxi / Car service	10/8/2012	11:58 PM	Jonathan Mattern	All Taxi Management Long Island Cit	8.62				
Transportation	Taxi / Car service	10/8/2012	11:20 PM	Karn Chopra	All Taxi Management Long Island Cit	14.90				
Transportation	Taxi / Car service	10/9/2012	10:09 PM	Ryan Kiely	Liri Taxi Mickey Elb Queens Village	8.90				
Transportation	Taxi / Car service	10/10/2012	9:52 PM	Samuel Greene	Cornt Management Inc Long Island Cit	19.10				
Transportation	Taxi / Car service	10/10/2012	9:43 PM	Ryan Kiely	Jared Behan-9c26 Jav Woodside	11.30				
Transportation	Taxi / Car service	10/10/2012	2:07 AM	Jonathan Mattern	Queens Medallion Lsn Long Island Cit	9.60				
Transportation	Taxi / Car service	10/10/2012	9:23 PM	Jonathan Mattern	White And Blue Group Long Island Cit	8.00				
Transportation	Taxi / Car service	10/10/2012	12:44 AM	Karn Chopra	NYC Taxi Med 7v10 09 Bronx	16.20				
Transportation	Taxi / Car service	10/10/2012	10:51 PM	Karn Chopra	Executive Owners Hol Long Island Cit	18.50				
Transportation	Taxi / Car service	10/10/2012	10:51 PM	Karn Chopra	Creative Mobil530013 Bronx	(16.20)				
Transportation	Taxi / Car service	10/11/2012	10:49 PM	Karn Chopra	D&J Management Of Qu Woodside	13.70				
Transportation	Taxi / Car service	10/12/2012	12:25 AM	Ryan Kiely	NYC Taxi Med 9h30 09 Bronx	17.40				
Transportation	Taxi / Car service	10/12/2012	10:10 PM	Ryan Kiely	White And Blue Group Long Island Cit	11.30				
Transportation	Taxi / Car service	10/12/2012	12:05 AM	Jonathan Mattern	NYC Taxi Med 5g24 09 Woodside	8.00				
Transportation	Taxi / Car service	10/13/2012	9:16 PM	Ryan Kiely	NYC Taxi Med 6158 09 New York	10.20				
Transportation	Taxi / Car service	10/13/2012	2:06 PM	Jonathan Mattern	S&r Medallion Corp S New York	9.50				
Transportation	Taxi / Car service	10/13/2012	11:48 PM	Jonathan Mattern	NYC Taxi Med 8p64 09 Long Island C	8.45				
Transportation	Taxi / Car service	10/14/2012	12:38 PM	Jonathan Mattern	NYC Taxi Med 9d69 09 New York	11.25				
Transportation	Taxi / Car service	10/14/2012	9:52 PM	Ryan Kiely	Boulevard Taxi Leasi Long Island Cit	8.90				
Transportation	Taxi / Car service	10/15/2012	2:14 AM	Jonathan Mattern	NYC Taxi Med 8vl136 Long Island C	12.00				
Transportation	Taxi / Car service	10/15/2012	10:39 PM	Jonathan Mattern	NYC Taxi Med 1w26 09 Bronx	8.00				
Transportation	Taxi / Car service	10/15/2012	10:28 PM	Karn Chopra	White And Blue Group Long Island Cit	16.70				
Transportation	Taxi / Car service	10/16/2012	9:30 PM	Ryan Kiely	NYC Taxi Med 7b91 09 New York	14.37				
Transportation	Taxi / Car service	10/16/2012	10:56 PM	Jonathan Mattern	NYC Taxi Med 7d32 09 Long Island C	8.50				
Transportation	Taxi / Car service	10/17/2012	9:35 PM	Ryan Kiely	NYC Taxi Med 7y72 09 Long Island C	10.25				
Transportation	Taxi / Car service	10/17/2012	10:47 PM	Jonathan Mattern	NYC Taxi Med 9c29 09 New Hyde Park	8.50				
Transportation	Taxi / Car service	10/17/2012	12:08 AM	Karn Chopra	S&r Medallion Corp S New York	16.70				
Transportation	Taxi / Car service	10/17/2012	10:44 PM	Karn Chopra	NYC Taxi Med 5g56 09 Brooklyn	14.40				
Transportation	Taxi / Car service	10/18/2012	10:51 PM	Ryan Kiely	NYC Taxi Med 9y49 09 Brooklyn	11.40				
Transportation	Taxi / Car service	10/18/2012	10:49 PM	Jonathan Mattern	All Taxi Management Long Island Cit	8.50				
Transportation	Taxi / Car service	10/19/2012	9:55 PM	Ryan Kiely	NYC Taxi Med 6f70 09 Flushing	13.80				
Transportation	Taxi / Car service	10/19/2012	10:58 PM	Karn Chopra	Valentin Gueorguiev New York	19.20				
Transportation	Taxi / Car service	10/19/2012	12:12 AM	Karn Chopra	NYC Taxi Med 5p39 09 Long Island C	16.20				
Transportation	Taxi / Car service	10/20/2012	11:12 PM	Ryan Kiely	All Taxi Management Long Island Cit	22.70				
Transportation	Taxi / Car service	10/20/2012	2:27 AM	Ryan Kiely	NYC Taxi Med 3i47 09 Long Island C	10.80				
Transportation	Taxi / Car service	10/20/2012	3:22 AM	Benjamin Weingarten	NYC Taxi Med 1p30 09 Glen Ridge	7.80				
Transportation	Taxi / Car service	10/20/2012	11:25 PM	Karn Chopra	All Taxi Management Long Island Cit	14.90				
Transportation	Taxi / Car service	10/21/2012	1:02 AM	Ryan Kiely	NYC Taxi Med 3c99 09 Brooklyn	37.80				
Transportation	Taxi / Car service	10/21/2012	1:54 AM	Benjamin Weingarten	NYC Taxi Med 1a83 09 Long Island C	15.00				
Transportation	Taxi / Car service	10/21/2012	11:02 PM	Jonathan Mattern	NYC Taxi Med 9k97 09 Flushing	8.00				
Transportation	Taxi / Car service	10/21/2012	10:01 PM	Karn Chopra	King Brokerage King Brooklyn	13.10				
Transportation	Taxi / Car service	10/22/2012	9:40 PM	Samuel Greene	Taxi Credit Card Cor Woodside	11.90				
Transportation	Taxi / Car service	10/22/2012	2:42 AM	Jonathan Mattern	Ajb Taxi Management New York	8.00				
Transportation	Taxi / Car service	10/22/2012	9:23 PM	Jonathan Mattern	NYC Taxi Med 1k52 09 Long Island C	9.00				
Transportation	Taxi / Car service	10/22/2012	9:12 PM	Karn Chopra	NYC Taxi Med 1b92 09 Long Island C	14.40				
Transportation	Taxi / Car service	10/23/2012	10:20 PM	Ryan Kiely	NYC Taxi Verifone NY Long Island Cit	13.00				
Transportation	Taxi / Car service	10/23/2012	3:02 AM	Jonathan Mattern	810 Deli Inc	46.00				
Transportation	Taxi / Car service	10/23/2012	8:38 PM	Jonathan Mattern	Fa Management-7k18 F Long Island Cit	8.95				
Transportation	Taxi / Car service	10/23/2012	11:44 PM	Jonathan Mattern	Taxi Credit Card Cor Woodside	8.95				
Transportation	Taxi / Car service	10/23/2012	8:25 PM	Karn Chopra	Cornt Management Inc Long Island Cit	16.10				
Transportation	Taxi / Car service	10/23/2012	11:25 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	24.00				
Transportation	Taxi / Car service	10/24/2012	8:39 PM	Ryan Kiely	Ajb Taxi Management New York	7.10				
Transportation	Taxi / Car service	10/24/2012	11:23 PM	Ryan Kiely	NYC Taxi Med 3m46 09 Flushing	10.20				
Transportation	Taxi / Car service	10/24/2012	10:21 PM	Karn Chopra	NYC Taxi Med 5c95 09 Woodside	15.60				
Transportation	Taxi / Car service	10/25/2012	10:32 PM	Ryan Kiely	All Taxi Management Long Island Cit	15.50				
Transportation	Taxi / Car service	10/25/2012	11:42 PM	Jonathan Mattern	NYC Taxi Med 9y47 09 Brooklyn	9.10				
Transportation	Taxi / Car service	10/26/2012	10:41 PM	Karn Chopra	NYC Taxi Med 9h12 09 Long Island C	19.20				
Transportation	Taxi / Car service	10/27/2012	4:49 PM	Ryan Kiely	All Taxi Management Long Island Cit	11.90				
Transportation	Taxi / Car service	11/8/2012	12:12 AM	Ryan Kiely	OT TAXI	(11.30)				
Transportation	Taxi / Car service	11/8/2012	8:40 PM	Ryan Kiely	OT TAXI	(7.10)				
Transportation	Airfare	10/22/2012		Marc Puntus	Ovation Travel Group fee for Coach class ticket	10.00				
Transportation	Transportation Other	9/27/2012		Marc Puntus	State-Pearl Garage 4 New York	41.00				
Transportation	Transportation Other	10/2/2012		Benjamin Weingarten	Hertz Car Rental Ref. 147574210	932.47				
Transportation	Transportation Other	10/7/2012		Benjamin Weingarten	Platepass Hertz Toll 8774114300 Ref.	107.94				
Hotel	Hotel (Excl meals)	10/3/2012		Benjamin Weingarten	Marriott 33716phwst West Conshohock - [6 nights]	1,955.68				
Hotel	Hotel (Excl meals)	10/24/2012		Marc Puntus	London NYC 147314 - [1 night]	733.26			(233.26)	500.00

Meals	Out of Town Meals	10/2/2012	Benjamin Weingarten	Wawa 253	7.07			
Meals	Client Meals/Ent	10/23/2012	Marc Puntus	The London NYC F&b 1 New York	24.60			
Meals	Client Meals/Ent	10/23/2012	Marc Puntus	Bread Market 0074	6.72			
Meals	Client Meals/Ent	10/24/2012	Karn Chopra	Verzzo 00000000000000 New York (Dinner; Attendees: Karn Chopra, Jim Whittingler, Ryan Kiely)	63.35			
Meals	Client Meals/Ent	10/25/2012	Karn Chopra	Capital Grill 8038 0 New York (Lunch; Attendees: Karn Chopra, Ryan Kiely, Ben Weingarten, Jim Whittingler, Tom Marano, Marc Puntus, Patrick Fleming)	287.89	(147.89)	140.00	
Meals	In-House Meals	10/2/2012	Karn Chopra	Starbucks Corp027847 New York	10.72			
Meals	In-House Meals	10/5/2012	Karn Chopra	Catering for In-office Meeting	61.68			
Meals	OT Meals	10/1/2012	8:26 PM	Jonathan Mattern	!Savory	26.38	(6.38)	20.00
Meals	OT Meals	10/2/2012	9:01 PM	NY Presentation Dept.	Obao	21.89	(1.89)	20.00
Meals	OT Meals	10/3/2012	8:47 PM	Benjamin Weingarten	Ashiya Sushi 5	26.87	(6.87)	20.00
Meals	OT Meals	10/3/2012	8:14 PM	Jonathan Mattern	Haru On Broadway	35.54	(15.54)	20.00
Meals	OT Meals	10/3/2012	8:37 PM	Karn Chopra	Serafina at the Time Hotel	25.76	(5.76)	20.00
Meals	OT Meals	10/4/2012	8:40 PM	Benjamin Weingarten	!Whym! Restaurant	35.43	(15.43)	20.00
Meals	OT Meals	10/4/2012	1:10 AM	Benjamin Weingarten	Sherwood To Go	14.36	-	14.36
Meals	OT Meals	10/4/2012	9:08 PM	Jonathan Mattern	Blue Dog Caf�� - Midtown	21.90	(1.90)	20.00
Meals	OT Meals	10/4/2012	1:37 AM	Jonathan Mattern	Sherwood To Go	18.28	-	18.28
Meals	OT Meals	10/4/2012	8:15 PM	Karn Chopra	Toasties (51st)	11.25	-	11.25
Meals	OT Meals	10/5/2012	8:08 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	23.26	(3.26)	20.00
Meals	OT Meals	10/5/2012	8:03 PM	Jonathan Mattern	!Savory	22.23	(2.23)	20.00
Meals	OT Meals	10/8/2012	8:16 PM	NY Presentation Dept.	S. Dynasty	22.56	(2.56)	20.00
Meals	OT Meals	10/8/2012	8:15 PM	Ryan Kiely	Obao	22.56	(2.56)	20.00
Meals	OT Meals	10/8/2012	8:57 PM	Benjamin Weingarten	Monorock Diner	27.89	(7.89)	20.00
Meals	OT Meals	10/8/2012	8:06 PM	Jonathan Mattern	!Eatery	30.74	(10.74)	20.00
Meals	OT Meals	10/8/2012	8:15 PM	Karn Chopra	Obao	22.57	(2.57)	20.00
Meals	OT Meals	10/9/2012	8:15 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	29.71	(9.71)	20.00
Meals	OT Meals	10/9/2012	8:43 PM	Jonathan Mattern	Serafina at the Time Hotel	27.96	(7.96)	20.00
Meals	OT Meals	10/10/2012	9:26 PM	Ryan Kiely	Tolache	23.81	(3.81)	20.00
Meals	OT Meals	10/10/2012	9:22 PM	Benjamin Weingarten	Junior's (Broadway)	21.80	(1.80)	20.00
Meals	OT Meals	10/10/2012	1:09 AM	Jonathan Mattern	Sherwood To Go	7.69	-	7.69
Meals	OT Meals	10/10/2012	8:48 PM	Jonathan Mattern	Patron Mexican Grill (772 9th Ave)	27.69	(7.69)	20.00
Meals	OT Meals	10/10/2012	9:26 PM	Karn Chopra	Tolache	23.81	(3.81)	20.00
Meals	OT Meals	10/11/2012	9:18 PM	Ryan Kiely	Rue 57 Brasserie Parisienne et Sushi	34.06	(14.06)	20.00
Meals	OT Meals	10/11/2012	9:22 PM	Benjamin Weingarten	Mr. K's	35.32	(15.32)	20.00
Meals	OT Meals	10/11/2012	8:16 PM	Jonathan Mattern	Blue Dog Caf�� - Midtown	23.14	(3.14)	20.00
Meals	OT Meals	10/11/2012	9:18 PM	Karn Chopra	Rue 57 Brasserie Parisienne et Sushi	34.05	(14.05)	20.00
Meals	OT Meals	10/12/2012	9:40 PM	Benjamin Weingarten	!Whym! Restaurant	36.44	(16.44)	20.00
Meals	OT Meals	10/12/2012	9:59 PM	Jonathan Mattern	Sosa Borella - 8th Ave	34.15	(14.15)	20.00
Meals	OT Meals	10/13/2012	10:06 PM	Jonathan Mattern	Aki Sushi (52nd Street)	23.26	(3.26)	20.00
Meals	OT Meals	10/14/2012	9:56 PM	Jonathan Mattern	Cafe Duke	25.28	(5.28)	20.00
Meals	OT Meals	10/15/2012	8:34 PM	Benjamin Weingarten	Monorock Diner	23.20	(3.20)	20.00
Meals	OT Meals	10/15/2012	1:02 AM	Jonathan Mattern	Sherwood To Go	10.85	-	10.85
Meals	OT Meals	10/15/2012	8:01 PM	Jonathan Mattern	Serafina at the Time Hotel	30.99	(10.99)	20.00
Meals	OT Meals	10/15/2012	8:29 PM	Karn Chopra	Toasties (48th/Mad-Sav)	25.41	(5.41)	20.00
Meals	OT Meals	10/16/2012	8:15 PM	Ryan Kiely	Angelo's Pizza	28.32	(8.32)	20.00
Meals	OT Meals	10/16/2012	9:45 PM	Benjamin Weingarten	!Whym! Restaurant	34.11	(14.11)	20.00
Meals	OT Meals	10/16/2012	8:30 PM	Jonathan Mattern	!Savory	30.90	(10.90)	20.00
Meals	OT Meals	10/16/2012	8:15 PM	Karn Chopra	Angelo's Pizza	28.33	(8.33)	20.00
Meals	OT Meals	10/17/2012	8:28 PM	Benjamin Weingarten	Mi Nidito	35.89	(15.89)	20.00
Meals	OT Meals	10/17/2012	9:00 PM	Jonathan Mattern	Cafe Danieli's	31.30	(11.30)	20.00
Meals	OT Meals	10/18/2012	8:40 PM	Ryan Kiely	Rue 57 Brasserie Parisienne et Sushi	30.08	(10.08)	20.00
Meals	OT Meals	10/18/2012	9:18 PM	Benjamin Weingarten	Tony's Di Napoli	38.43	(18.43)	20.00
Meals	OT Meals	10/18/2012	8:55 PM	Jonathan Mattern	Blue Dog Caf�� - Midtown	25.73	(5.73)	20.00
Meals	OT Meals	10/18/2012	8:40 PM	Karn Chopra	Rue 57 Brasserie Parisienne et Sushi	30.09	(10.09)	20.00
Meals	OT Meals	10/19/2012	8:38 PM	Ryan Kiely	Shun Lee Palace	30.00	(10.00)	20.00
Meals	OT Meals	10/19/2012	1:29 AM	Benjamin Weingarten	Sherwood To Go	17.15	-	17.15
Meals	OT Meals	10/19/2012	8:38 PM	Benjamin Weingarten	Shun Lee Palace	30.00	(10.00)	20.00
Meals	OT Meals	10/19/2012	8:38 PM	Karn Chopra	Shun Lee Palace	30.00	(10.00)	20.00
Meals	OT Meals	10/20/2012	9:07 PM	Ryan Kiely	Toasties (51st)	17.04	-	17.04
Meals	OT Meals	10/20/2012	9:07 PM	Benjamin Weingarten	Toasties (51st)	17.05	-	17.05
Meals	OT Meals	10/20/2012	1:10 AM	Benjamin Weingarten	Monorock Diner	25.12	(5.12)	20.00
Meals	OT Meals	10/20/2012	9:07 PM	Karn Chopra	Toasties (51st)	17.04	-	17.04
Meals	OT Meals	10/21/2012	9:53 PM	Ryan Kiely	!Eatery	35.17	(15.17)	20.00
Meals	OT Meals	10/21/2012	12:39 AM	Benjamin Weingarten	Bagel & Bean	18.12	-	18.12
Meals	OT Meals	10/21/2012	8:41 PM	Benjamin Weingarten	!Eatery	35.17	(15.17)	20.00
Meals	OT Meals	10/21/2012	9:24 PM	Jonathan Mattern	Ashiya Sushi 5	24.92	(4.92)	20.00
Meals	OT Meals	10/21/2012	8:14 PM	Karn Chopra	!Eatery	35.17	(15.17)	20.00
Meals	OT Meals	10/22/2012	9:37 PM	Ryan Kiely	Bukhara (49th Street)	29.91	(9.91)	20.00
Meals	OT Meals	10/22/2012	9:43 PM	Benjamin Weingarten	Toasties (51st)	23.26	(3.26)	20.00
Meals	OT Meals	10/22/2012	8:49 PM	Jonathan Mattern	Blue Dog Caf�� - Midtown	20.35	(0.35)	20.00
Meals	OT Meals	10/22/2012	8:48 PM	Karn Chopra	Bukhara (49th Street)	29.90	(9.90)	20.00
Meals	OT Meals	10/23/2012	9:11 PM	Jonathan Mattern	Sherwood To Go	22.51	(2.51)	20.00
Meals	OT Meals	10/24/2012	8:29 PM	Jonathan Mattern	Olympic Pita	28.58	(8.58)	20.00
Meals	OT Meals	10/30/2012	8:44 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	30.46	(10.46)	20.00
Meals	OT Meals	10/30/2012	12:26 AM	Karn Chopra	Fresh Basil's	13.21	-	13.21
Meals	OT Meals	10/30/2012	8:25 PM	Karn Chopra	Majestic Deli	17.06	-	17.06
Meals	OT Meals	10/31/2012	8:27 PM	Benjamin Weingarten	!Whym! Restaurant	27.31	(7.31)	20.00
Communication & Other: Phone Bill	Communications - BB	11/8/2012	Karn Chopra	Long Distance Phone Charges	80.00			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/02 Conference Call: 7 lines for 1	71.88			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/09 Conference Call: 4 lines for 3	20.54			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/15 Conference Call: 1 lines for 3	19.51			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/15 Conference Call: 20 lines for 3	368.32			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/15 Conference Call: 5 lines for 9	36.54			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/21 Conference Call: 3 lines for 6	25.57			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/21 Conference Call: 6 lines for 2	121.00			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/21 Conference Call: 26 lines for 3	618.49			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/24 Conference Call: 3 lines for 3	19.21			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/24 Conference Call: 4 lines for 1	51.57			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/28 Conference Call: 11 lines for 3	201.44			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/31 Conference Call: 4 lines for 6	26.81			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/04 Conference Call: 10 lines for 3	75.90			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/05 Conference Call: 4 lines for 4	20.48			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/05 Conference Call: 9 lines for 2	105.60			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/19 Conference Call: 3 lines for 8	32.88			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/20 Conference Call: 1 lines for 1	20.82			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/20 Conference Call: 1 lines for 2	20.93			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/20 Conference Call: 13 lines for 3	386.95			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/22 Conference Call: 4 lines for 1	55.25			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/22 Conference Call: 3 lines for 1	76.75			
Communication & Other: Conference Calls	Conference Calls	10/31/2012	ECI Conferencing	10/05 Conference Call: 13 lines for 3	312.77			
Communication & Other: FedEx / Shipping	Messenger	10/31/2012		10/31 1 package	10.18			
Communication & Other: Other Expenses	Other Expenses	10/2/2012	Benjamin Weingarten	Lakoli 69703 606097 W. Conshohocken	48.40			

(1) Due to Interview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal. Interview has previously debited such amounts against the \$50.00 expense retainer but will credit the expense retainer for such coverage on a retroactive and prospective basis.

(3) Represents hotel costs above \$500 / night.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
DECEMBER 1, 2012 THROUGH DECEMBER 31, 2012

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽²⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽³⁾	Revised Meal Expense
Transportation	Taxi / Car service	9/19/2012	8:02 PM	Marc Puntus	108 WINDSOR GATE GREAT NECK LJ to LG	97.35		
Transportation	Taxi / Car service	9/21/2012	9:53 PM	Marc Puntus	LGA to 108 WINDSOR GATE GREAT NECK11	111.98		
Transportation	Taxi / Car service	9/21/2012	9:12 PM	Karn Chopra	LGA to 523 E 14 ST 10009 M	67.08		
Transportation	Taxi / Car service	10/3/2012	11:36 PM	Benjamin Weingarten	31 W 52 ST to E 10 ST	48.79		
Transportation	Taxi / Car service	10/7/2012	9:56 PM	NY Presentation Dept.	31 W 52 7 to 11228 11228	62.64		
Transportation	Taxi / Car service	10/8/2012	11:13 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	26.61		
Transportation	Taxi / Car service	10/9/2012	10:43 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	44.35		
Transportation	Taxi / Car service	10/11/2012	1:05 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	10/11/2012	11:29 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	10/12/2012	11:05 PM	Benjamin Weingarten	31 W 52 ST to E 10 ST	54.33		
Transportation	Taxi / Car service	10/16/2012	11:12 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	10/17/2012	9:55 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	34.37		
Transportation	Taxi / Car service	10/19/2012	2:08 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	10/20/2012	11:55 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	33.04		
Transportation	Taxi / Car service	10/21/2012	7:56 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	10/22/2012	10:36 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	54.33		
Transportation	Taxi / Car service	10/23/2012	10:13 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	10/24/2012	10:05 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	10/30/2012	10:35 PM	Benjamin Weingarten	31 W 52 ST to 319 W 104 ST	29.94		
Transportation	Taxi / Car service	10/31/2012	9:35 PM	Karn Chopra	NYC Taxi Med 6h52 09 New York	15.60		
Transportation	Taxi / Car service	11/1/2012	2:25 AM	Benjamin Weingarten	31 W 52 ST to 319 W 104 ST	46.57		
Transportation	Taxi / Car service	11/1/2012	10:45 PM	Benjamin Weingarten	Skr Medallion Corp S New York	13.10		
Transportation	Taxi / Car service	11/1/2012	9:01 PM	Jonathan Mattern	NYC Taxi Group Inc-1 Brooklyn	13.10		
Transportation	Taxi / Car service	11/2/2012	10:11 PM	Karn Chopra	NYC Taxi Med 5h89 09 Manalapan	14.40		
Transportation	Taxi / Car service	11/3/2012	10:30 AM	Jonathan Mattern	NYC Taxi Med 2777 09 Long Island C	13.20		
Transportation	Taxi / Car service	11/4/2012	1:20 PM	Ryan Kieley	NYC Taxi Med 1w32 09 Bronx	13.80		
Transportation	Taxi / Car service	11/4/2012	6:17 PM	Ryan Kieley	NYC Taxi Med 5n20 09 Flushing	12.00		
Transportation	Taxi / Car service	11/5/2012	10:02 PM	Ryan Kieley	Taxi Credit Card Cor Woodside	10.10		
Transportation	Taxi / Car service	11/6/2012	10:14 PM	Jonathan Mattern	NYC-Taxi Verifone NY Long Island Cit	7.70		
Transportation	Taxi / Car service	11/7/2012	12:34 AM	Ryan Kieley	NYC Taxi Med 7y13 09 Long Island C	14.50		
Transportation	Taxi / Car service	11/7/2012	10:01 PM	Ryan Kieley	NYC Taxi Med 9y65 09 Long Island C	7.75		
Transportation	Taxi / Car service	11/7/2012	12:38 AM	Ryan Kieley	NYC-Taxi Verifone NY Long Island Cit	13.10		
Transportation	Taxi / Car service	11/9/2012	9:33 PM	Ryan Kieley	Taxi Credit Card Cor Woodside	7.70		
Transportation	Taxi / Car service	11/9/2012	9:05 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	14.90		
Transportation	Taxi / Car service	11/10/2012	12:35 PM	Jonathan Mattern	NYC Taxi Med 7b97 09 Queens Villag	7.50		
Transportation	Taxi / Car service	11/10/2012	10:00 AM	Karn Chopra	NYC Taxi Med 1g47 09 Rego Park	16.80		
Transportation	Taxi / Car service	11/11/2012	10:42 AM	Benjamin Weingarten	NYC Taxi Med 1d88 09 Bronx	10.80		
Transportation	Taxi / Car service	11/11/2012	11:02 AM	Ryan Kieley	NYC Taxi Med 2m33 09 Brooklyn	12.25		
Transportation	Taxi / Car service	11/12/2012	11:59 PM	Benjamin Weingarten	NYC Taxi Med 7y88 09 Brooklyn	14.40		
Transportation	Taxi / Car service	11/12/2012	10:36 PM	Ryan Kieley	Taxi Credit Card Cor Woodside	12.50		
Transportation	Taxi / Car service	11/13/2012	10:40 PM	Benjamin Weingarten	Jl Management Inc 1 Long Island Cit	8.30		
Transportation	Taxi / Car service	11/13/2012	10:04 PM	Jonathan Mattern	All Taxi Management Long Island Cit	9.60		
Transportation	Taxi / Car service	11/13/2012	9:22 PM	Karn Chopra	NYC Taxi Med 9p31 09 Brooklyn	15.00		
Transportation	Taxi / Car service	11/14/2012	11:32 PM	Benjamin Weingarten	Macchiatto Espresso B New York	6.04		
Transportation	Taxi / Car service	11/14/2012	9:37 PM	Ryan Kieley	NYC Taxi Group Inc-1 Brooklyn	16.10		
Transportation	Taxi / Car service	11/14/2012	10:31 PM	Jonathan Mattern	White And Blue Group Long Island Cit	8.30		
Transportation	Taxi / Car service	11/14/2012	10:24 PM	Karn Chopra	Skr Medallion Corp S New York	17.90		
Transportation	Taxi / Car service	11/15/2012	9:32 PM	Benjamin Weingarten	NYC Taxi Med 1y66 09 Brooklyn	9.60		
Transportation	Taxi / Car service	11/16/2012	9:22 PM	Benjamin Weingarten	NYC Interboro Manage Long Island Cit	19.10		
Transportation	Taxi / Car service	11/16/2012	9:45 PM	Ryan Kieley	All Taxi Management Long Island Cit	13.10		
Transportation	Taxi / Car service	11/16/2012	10:01 PM	Karn Chopra	NYC Taxi Med 2g94 09 New York	12.60		
Transportation	Taxi / Car service	11/17/2012	3:13 PM	Jonathan Mattern	White And Blue Group Long Island Cit	9.50		
Transportation	Taxi / Car service	11/17/2012	11:02 AM	Karn Chopra	NYC Taxi Med 9y46 09 Brooklyn	24.60		
Transportation	Taxi / Car service	11/18/2012	12:55 PM	Benjamin Weingarten	NYC Taxi Med 1f46 09 New York	16.20		
Transportation	Taxi / Car service	11/18/2012	4:02 PM	Benjamin Weingarten	NYC Taxi Medallion 2 Woodside	15.50		
Transportation	Taxi / Car service	11/18/2012	12:05 PM	Jonathan Mattern	NYC Taxi Med 9d44 09 Brooklyn	12.00		
Transportation	Taxi / Car service	11/18/2012	6:21 PM	Jonathan Mattern	White And Blue Group Long Island Cit	7.10		
Transportation	Taxi / Car service	11/19/2012	10:14 PM	Ryan Kieley	NYC-Taxi Verifone NY Long Island Cit	23.50		
Transportation	Taxi / Car service	11/19/2012	9:11 PM	Marc Puntus	Uber Technologies Inc 866-576-1039	36.00		
Transportation	Taxi / Car service	11/20/2012	10:01 PM	Ryan Kieley	Taxi Credit Card Cor Woodside	15.50		
Transportation	Taxi / Car service	11/20/2012	10:17 PM	Karn Chopra	Light Source Inc Lig New York	15.50		
Transportation	Taxi / Car service	11/21/2012	10:47 PM	Benjamin Weingarten	NYC Taxi Med 8h85 09 Bronx	10.20		
Transportation	Taxi / Car service	11/21/2012	10:17 PM	Karn Chopra	Queens Medallion Lsn Long Island Cit	10.70		
Transportation	Taxi / Car service	11/26/2012	9:50 PM	Benjamin Weingarten	Yellow Cab Slsjet Ma Long Island Cit	8.90		
Transportation	Taxi / Car service	11/26/2012	9:39 PM	Ryan Kieley	Taxi Credit Card Cor Woodside	11.30		
Transportation	Taxi / Car service	11/26/2012	12:28 AM	Jonathan Mattern	NYC Taxi Med 9h48 09 Long Island C	8.00		
Transportation	Taxi / Car service	11/26/2012	11:15 PM	Jonathan Mattern	NYC Taxi Med 7k19 09 New York	11.00		
Transportation	Taxi / Car service	11/27/2012	11:03 PM	Jonathan Mattern	NYC-Taxi Verifone NY Long Island Cit	8.00		
Transportation	Taxi / Car service	11/28/2012	11:21 PM	Jonathan Mattern	White And Blue Group Long Island Cit	7.70		
Transportation	Taxi / Car service	11/28/2012	10:55 PM	Ryan Kieley	NYC Taxi Med 4n72 09 Flushing	10.25		
Transportation	Taxi / Car service	11/28/2012	10:52 PM	Karn Chopra	NYC Taxi Med 8l10 09 Brooklyn	13.80		
Transportation	Transportation Other	11/5/2012		Ryan Kieley	Lukoil 69704 6060697 Fort Washington	58.40		
Transportation	Transportation Other	11/7/2012		Ryan Kieley	Sunoco 0003162508	29.66		
Transportation	Transportation Other	11/7/2012		Ryan Kieley	Tower 25 Parking Llc New York	52.00		
Transportation	Transportation Other	11/8/2012		Ryan Kieley	Avis Rent A Car	341.14		
Transportation	Transportation Other	11/13/2012		Ryan Kieley	Avis Rent A Car Toll 866-642-2000	29.66		
Transportation	Transportation Other	11/13/2012		Jonathan Mattern	Njt Ny Penn Sta Ref# 000402375	16.50		
Transportation	Transportation Other	11/20/2012		Marc Puntus	State-Pearl Garage 4 New York	89.00		
Transportation	Transportation Other	11/25/2012		Ryan Kieley	Avis Rent A Car Toll 866-642-2000	62.24		
Hotel	Hotel (Excl meals)	11/9/2012		Ryan Kieley	Hampton Inn Philadel King Of Prussia - [1 night]	214.92		
Meals	Out of Town Meals	11/7/2012		Ryan Kieley	Maggiano's #178	26.85		
Meals	OT Meals	11/1/2012	9:20 PM	Benjamin Weingarten	Shun Lee West	35.72	(15.72)	20.00
Meals	OT Meals	11/1/2012	9:37 PM	Ryan Kieley	Akdeniz	28.02	(8.02)	20.00
Meals	OT Meals	11/1/2012	8:48 PM	Jonathan Mattern	Isavory	27.51	(7.51)	20.00
Meals	OT Meals	11/1/2012	9:37 PM	Karn Chopra	Akdeniz	28.01	(8.01)	20.00
Meals	OT Meals	11/2/2012	8:35 PM	Jonathan Mattern	Pulse	30.00	(10.00)	20.00
Meals	OT Meals	11/5/2012	8:15 PM	Benjamin Weingarten	Hiroshi Japanese Fusion	31.15	(11.15)	20.00
Meals	OT Meals	11/5/2012	8:58 PM	Jonathan Mattern	Tolocha	28.94	(8.94)	20.00
Meals	OT Meals	11/5/2012	8:34 PM	Jonathan Mattern	Sherwood To Go	9.82	-	9.82
Meals	OT Meals	11/6/2012	8:11 PM	Benjamin Weingarten	Hearty	33.01	(13.01)	20.00
Meals	OT Meals	11/8/2012	9:42 PM	Jonathan Mattern	Akdeniz	30.30	(10.30)	20.00
Meals	OT Meals	11/9/2012	8:33 PM	Benjamin Weingarten	Toasties (51st)	20.75	(0.75)	20.00
Meals	OT Meals	11/9/2012	9:33 PM	Jonathan Mattern	Hatsushana	26.31	(6.31)	20.00
Meals	OT Meals	11/12/2012	9:44 PM	Benjamin Weingarten	Pulse	38.46	(18.46)	20.00

Meals	OT Meals	11/12/2012	8:59 PM	Ryan Kiehl	Dig Inn Seasonal Market - 55th Stree	16.64	-	16.64
Meals	OT Meals	11/12/2012	8:35 PM	Jonathan Mattern	ISavory	21.32	(1.32)	20.00
Meals	OT Meals	11/12/2012	2:05 AM	Jonathan Mattern	ISavory	7.96	-	7.96
Meals	OT Meals	11/12/2012	8:59 PM	Kam Chopra	Dig Inn Seasonal Market - 55th Stree	16.63	-	16.63
Meals	OT Meals	11/13/2012	9:05 PM	Benjamin Weingarten	Mr. K's	35.32	(15.32)	20.00
Meals	OT Meals	11/14/2012	8:47 PM	Benjamin Weingarten	!Whymj Restaurant	74.20	(54.20)	20.00
Meals	OT Meals	11/14/2012	8:51 PM	Jonathan Mattern	Serafina at the Time Hotel	29.74	(9.74)	20.00
Meals	OT Meals	11/14/2012	8:21 PM	Kam Chopra	Tolocha	34.33	(14.33)	20.00
Meals	OT Meals	11/15/2012	8:37 PM	Ryan Kiehl	!Eatery	37.43	(17.43)	20.00
Meals	OT Meals	11/15/2012	9:31 PM	Jonathan Mattern	Patron Mexican Grill (772 9th Ave)	31.68	(11.68)	20.00
Meals	OT Meals	11/15/2012	8:31 PM	Kam Chopra	!Eatery	37.43	(17.43)	20.00
Meals	OT Meals	11/18/2012	1:03 PM	Benjamin Weingarten	Bagel & Bean	13.99	-	13.99
Meals	OT Meals	11/18/2012	12:35 PM	Jonathan Mattern	Bagel & Bean	14.33	-	14.33
Meals	OT Meals	11/19/2012	9:22 PM	Jonathan Mattern	Pazza Notte (Formerly Pasta la Vista	28.66	(8.66)	20.00
Meals	OT Meals	11/20/2012	9:28 PM	Jonathan Mattern	ISavory	28.79	(8.79)	20.00
Meals	OT Meals	11/25/2012	9:12 PM	Jonathan Mattern	Cafe Daniello's	31.05	(11.05)	20.00
Meals	OT Meals	11/26/2012	8:58 PM	Benjamin Weingarten	Pulse	31.78	(11.78)	20.00
Meals	OT Meals	11/26/2012	8:38 PM	Ryan Kiehl	Toasties (48th/Mad-Sav)	13.67	-	13.67
Meals	OT Meals	11/26/2012	9:19 PM	Jonathan Mattern	Cafe Daniello's	27.55	(7.55)	20.00
Meals	OT Meals	11/26/2012	8:38 PM	Kam Chopra	Toasties (48th/Mad-Sav)	13.68	-	13.68
Meals	OT Meals	11/27/2012	9:04 PM	Benjamin Weingarten	Dig Inn Seasonal Market - 55th Stree	22.26	(2.26)	20.00
Meals	OT Meals	11/27/2012	9:38 PM	Ryan Kiehl	Aoki Japanese Restaurant	33.05	(13.05)	20.00
Meals	OT Meals	11/27/2012	9:12 PM	Jonathan Mattern	KITCHEN (Kitchen)	33.22	(13.22)	20.00
Meals	OT Meals	11/28/2012	8:41 PM	Benjamin Weingarten	Fuel Grill & Juice Bar (9th Ave)	31.31	(11.31)	20.00
Meals	OT Meals	11/28/2012	8:15 PM	Jonathan Mattern	Serafina at the Time Hotel	30.69	(10.69)	20.00
Meals	OT Meals	11/28/2012	8:27 PM	Kam Chopra	!Eatery	29.29	(9.29)	20.00
Meals	OT Meals	11/29/2012	8:14 PM	Kam Chopra	Tolocha	34.33	(14.33)	20.00
Meals	OT Meals	11/30/2012	9:35 PM	Angela Williams	Chop't Creative Salad Co. (51st & 6t	21.67	(1.67)	20.00
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/29 Conference Call: 20 lines for 10	598.11		
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/05 Conference Call: 1 lines for 6	25.30		
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/06 Conference Call: 8 lines for 3	149.42		
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/20 Conference Call: 5 lines for 1	54.00		
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/01 Conference Call: 3 lines for 9	35.27		
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/11 Conference Call: 4 lines for 6	24.77		
Communication & Other: Conference Calls	Conference Calls	11/30/2012		ECI Conferencing	11/13 Conference Call: 1 lines for 2	20.93		
Communication & Other: Other Expenses	Other Expenses	12/1/2012		USA.NET, Inc.	12/01 Data Export for Discovery	224.57		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal. Centerview has previously debited such amounts against the \$50,000 expense retainer but will credit the expense retainer for such overage on a retroactive and prospective basis.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
JANUARY 1, 2013 THROUGH JANUARY 31, 2013

Expense Category	Expense Type	Date Expense Incurred ¹	Time Expense Incurred ²	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ³	Revised Meal Expense
Transportation	Taxi / Car service	10/4/2012	1:14 AM	Benjamin Weingarten	31 W 52 ST to E 10 ST	45.46		
Transportation	Taxi / Car service	10/5/2012	11:45 PM	Benjamin Weingarten	31 W 52 ST to 4 AVE	44.35		
Transportation	Taxi / Car service	10/17/2012	10:14 PM	Karn Chopra	31 W 52 ST M to 1 BOWLING GREEN 100	32.15		
Transportation	Taxi / Car service	11/5/2012	1:55 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	51.00		
Transportation	Taxi / Car service	11/20/2012	9:45 PM	Marc Puntus	31 W 52 ST M to 1 BOWLING GREEN 100	32.15		
Transportation	Taxi / Car service	11/27/2012	12:25 AM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72		
Transportation	Taxi / Car service	11/30/2012	11:50 PM	Ryan Kiely	Queens Medallion Lsn Long Island Cit	8.30		
Transportation	Taxi / Car service	12/4/2012	11:09 PM	Ryan Kiely	Jl Management Inc J Long Island Cit	13.10		
Transportation	Taxi / Car service	12/5/2012	10:08 PM	Ryan Kiely	Fleetline Llc Fleet Woodside	10.70		
Transportation	Taxi / Car service	12/6/2012	11:26 PM	Ryan Kiely	NYC Taxi Med 4y15 09 Long Island C	15.00		
Transportation	Taxi / Car service	12/7/2012	9:04 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	21.50		
Transportation	Taxi / Car service	12/7/2012	11:47 PM	Ryan Kiely	NYC Taxi Med 2g33 09 New York	13.80		
Transportation	Taxi / Car service	12/8/2012	9:23 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	14.30		
Transportation	Taxi / Car service	12/8/2012	11:52 PM	Ryan Kiely	Taxi Credit Card Cor Woodside	19.70		
Transportation	Taxi / Car service	12/11/2012	10:17 PM	Ryan Kiely	NYC Taxi Med 4m20 09 Long Island C	16.20		
Transportation	Taxi / Car service	12/12/2012	11:40 PM	Ryan Kiely	All Taxi Management Long Island Cit	13.10		
Transportation	Taxi / Car service	12/16/2012	9:18 PM	Ryan Kiely	Fa Management-7k18 F Long Island Cit	13.10		
Transportation	Taxi / Car service	12/16/2012	10:53 PM	Ryan Kiely	NYC Taxi Med 3g35 09 Long Island C	13.80		
Transportation	Taxi / Car service	12/18/2012	11:24 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	41.02		
Transportation	Taxi / Car service	12/19/2012	10:02 PM	Jonathan Mattern	All Taxi Management Long Island Cit	8.00		
Transportation	Taxi / Car service	12/19/2012	10:07 PM	Ryan Kiely	NYC Taxi Med 3y86 09 Long Island C	19.80		
Transportation	Taxi / Car service	12/19/2012	11:41 PM	Karn Chopra	NYC Taxi Med 3n27 09 Brooklyn	15.60		
Transportation	Taxi / Car service	12/20/2012	11:19 PM	Jonathan Mattern	Cermt Management Inc Long Island Cit	16.70		
Transportation	Taxi / Car service	12/20/2012	11:33 PM	Karn Chopra	NYC Taxi Med 5y65 09 Flushing	17.40		
Transportation	Taxi / Car service	12/21/2012	12:01 AM	Ryan Kiely	NYC Taxi Med 2g37 09 New York	21.00		
Transportation	Taxi / Car service	12/21/2012	9:20 PM	Karn Chopra	NYC Taxi Med 9h45 09 Long Island C	13.80		
Transportation	Taxi / Car service	12/21/2012	12:53 AM	Karn Chopra	Fleetline Llc Fleet Woodside	14.90		
Transportation	Taxi / Car service	12/22/2012	10:41 PM	Jonathan Mattern	NYC Taxi Med Shv119 Long Island C	9.50		
Transportation	Taxi / Car service	12/22/2012	11:37 PM	Ryan Kiely	Ajb Taxi Management New York	13.70		
Transportation	Taxi / Car service	12/22/2012	12:04 AM	Ryan Kiely	NYC Taxi Med 4h48 09 Long Island C	16.20		
Transportation	Taxi / Car service	12/23/2012	9:48 PM	Ryan Kiely	NYC Taxi Med 7v30 09 Bronx	13.20		
Transportation	Taxi / Car service	12/23/2012	1:51 AM	Ryan Kiely	White And Blue Group Long Island Cit	13.70		
Transportation	Taxi / Car service	12/29/2012	11:12 PM	Jonathan Mattern	NYC Taxi Med 2f26 09 Brooklyn	15.00		
Transportation	Taxi / Car service	1/2/2013	10:50 PM	Ryan Kiely	All Taxi Management Long Island Cit	11.90		
Transportation	Taxi / Car service	1/3/2013	10:46 PM	Karn Chopra	NYC Taxi Med 3n17 09 Woodside	15.00		
Transportation	Taxi / Car service	1/6/2013	1:23 AM	Ryan Kiely	NYC Taxi Med 6f66 09 Woodside	12.60		
Transportation	Taxi / Car service	1/6/2013	10:11 PM	Ryan Kiely	NYC Taxi Med 5n55 09 Brooklyn	9.00		
Transportation	Taxi / Car service	1/7/2013	12:03 AM	Karn Chopra	NYC Taxi Med 6h90 09 Brooklyn	10.80		
Transportation	Taxi / Car service	1/8/2013	10:00 PM	Ryan Kiely	Boricua Hacking Corp Staten Island	10.10		
Transportation	Taxi / Car service	1/8/2013	12:15 AM	Karn Chopra	NYC Taxi Med 5a77 09 Cambria Heigh	13.80		
Transportation	Taxi / Car service	1/9/2013	11:01 PM	Ryan Kiely	Executive Owners Hol Long Island Cit	11.90		
Transportation	Taxi / Car service	1/9/2013	9:02 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	13.10		
Transportation	Taxi / Car service	1/9/2013	12:35 AM	Karn Chopra	NYC Taxi Med 2g62 09 New York	11.40		
Transportation	Taxi / Car service	1/10/2013	11:43 PM	Jonathan Mattern	NYC Taxi Med 1d47 09 Islip	9.60		
Transportation	Taxi / Car service	1/10/2013	10:42 PM	Karn Chopra	Executive Owners Hol Long Island Cit	15.50		
Transportation	Taxi / Car service	1/11/2013	11:42 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/11/2013	12:14 AM	Ryan Kiely	NYC Taxi Med 3c88 09 Fresh Meadows	11.40		
Transportation	Taxi / Car service	1/12/2013	10:02 PM	Ryan Kiely	NYC Taxi Med 2n76 09 Brooklyn	12.00		
Transportation	Taxi / Car service	1/12/2013	1:52 AM	Ryan Kiely	NYC Taxi Med 7g74 09 Woodside	16.20		
Transportation	Taxi / Car service	1/12/2013	11:33 PM	Karn Chopra	NYC Taxi Med 8h26 09 Long Island C	18.60		
Transportation	Taxi / Car service	1/13/2013	9:53 PM	Ryan Kiely	NYC Taxi Med 5p26 09 Long Island C	16.80		
Transportation	Taxi / Car service	1/14/2013	10:47 PM	Ryan Kiely	NYC Taxi Med 5d83 09 Carteret	15.00		
Transportation	Taxi / Car service	1/15/2013	10:54 PM	Ryan Kiely	NYC Taxi Med 5m14 09 Brooklyn	14.40		
Transportation	Taxi / Car service	1/16/2013	11:01 PM	Ryan Kiely	NYC Taxi Med 7v59 09 Long Island C	10.20		
Transportation	Taxi / Car service	1/17/2013	10:49 PM	Ryan Kiely	NYC Taxi Med 1e51 09 Mineola	10.75		
Transportation	Taxi / Car service	1/18/2013	9:11 PM	Ryan Kiely	Waheed Brokerage Inc Brooklyn	12.50		
Transportation	Taxi / Car service	1/18/2013	11:51 PM	Ryan Kiely	NYC Taxi Med 6f55 09 New York	13.20		
Transportation	Taxi / Car service	1/18/2013	11:39 PM	Karn Chopra	All Taxi Management Long Island Cit	8.30		
Transportation	Taxi / Car service	1/19/2013	9:27 PM	Ryan Kiely	Skr Medallion Corp S New York	12.50		
Transportation	Taxi / Car service	1/19/2013	11:55 PM	Ryan Kiely	NYC Taxi Med 7h43 09 New York	12.60		
Transportation	Taxi / Car service	1/20/2013	10:57 PM	Ryan Kiely	Ajb Taxi Management New York	14.90		
Transportation	Taxi / Car service	1/21/2013	11:12 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	10.25		
Transportation	Taxi / Car service	1/24/2013	10:15 PM	Karn Chopra	Yellow Cab Slisjet Ma Long Island Cit	17.30		
Transportation	Taxi / Car service	1/25/2013	10:20 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	23.00		
Transportation	Airfare	11/28/2012		Ryan Kiely	Ovation Travel Group fee for Coach Class ticket	48.00		
Transportation	Airfare	11/28/2012		Ryan Kiely	American Airlines Inc Coach Class ticket	1,979.60		
Transportation	Airfare	12/3/2012		Ryan Kiely	American Airlines Inc Coach Class ticket	530.00		
Meals	OT Meals	12/4/2012	9:40 PM	Ryan Kiely	!Eatery	32.73	(12.73)	20.00
Meals	OT Meals	12/4/2012	9:40 PM	Karn Chopra	!Eatery	32.73	(12.73)	20.00
Meals	OT Meals	12/6/2012	9:03 PM	Jonathan Mattern	Benihana	26.89	(6.89)	20.00
Meals	OT Meals	12/7/2012	9:06 PM	Jonathan Mattern	!Savory	28.02	(8.02)	20.00
Meals	OT Meals	12/10/2012	8:35 PM	Jonathan Mattern	Kasbah Kosher BBQ & Grill	29.52	(9.52)	20.00
Meals	OT Meals	12/10/2012	8:19 PM	Karn Chopra	Bukhara (49th Street)	30.46	(10.46)	20.00
Meals	OT Meals	12/11/2012	9:13 PM	Jonathan Mattern	Serafina at the Time Hotel	37.75	(17.75)	20.00
Meals	OT Meals	12/12/2012	8:08 PM	Jonathan Mattern	!Savory	29.82	(9.82)	20.00
Meals	OT Meals	12/13/2012	9:11 PM	Jonathan Mattern	Cafe Duke	20.13	(0.13)	20.00
Meals	OT Meals	12/13/2012	8:31 PM	Benjamin Weingarten	Junior's (Broadway)	23.05	(3.05)	20.00
Meals	OT Meals	12/17/2012	8:31 PM	Jonathan Mattern	Mi Nidito	40.33	(20.33)	20.00
Meals	OT Meals	12/18/2012	8:12 PM	Jonathan Mattern	KITCHN (Kitchen)	36.93	(16.93)	20.00
Meals	OT Meals	12/18/2012	9:31 PM	Benjamin Weingarten	Ashiya Sushi 5	29.62	(9.62)	20.00
Meals	OT Meals	12/20/2012	8:14 PM	Jonathan Mattern	Aki Sushi	33.91	(13.91)	20.00
Meals	OT Meals	12/21/2012	8:45 PM	Jonathan Mattern	Cafe Duke	23.14	(3.14)	20.00
Meals	OT Meals	12/27/2012	9:36 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Meals	OT Meals	1/2/2013	8:52 PM	Jonathan Mattern	Energy Kitchen (W 47th)	21.75	(1.75)	20.00
Meals	OT Meals	1/2/2013	8:35 PM	Karn Chopra	Energy Kitchen (W 47th)	17.09	-	17.09
Meals	OT Meals	1/3/2013	9:54 PM	Jonathan Mattern	!Savory	25.57	(5.57)	20.00
Meals	OT Meals	1/3/2013	8:30 PM	Karn Chopra	Bukhara (49th Street)	30.46	(10.46)	20.00
Meals	OT Meals	1/7/2013	8:04 PM	Jonathan Mattern	!Savory	27.42	(7.42)	20.00
Meals	OT Meals	1/8/2013	8:56 PM	Benjamin Weingarten	Toasties (52nd/Lexington)	15.16	-	15.16
Meals	OT Meals	1/14/2013	8:53 PM	Jonathan Mattern	!Savory	26.87	(6.87)	20.00
Meals	OT Meals	1/14/2013	8:35 PM	Benjamin Weingarten	Evergreen Diner	17.69	-	17.69
Meals	OT Meals	1/14/2013	9:17 PM	Ryan Kiely	Energy Kitchen (W 47th)	13.41	-	13.41

Meals	OT Meals	1/14/2013	9:17 PM	Karn Chopra	Energy Kitchen (W 47th)	13.41	-	13.41
Meals	OT Meals	1/16/2013	9:18 PM	Benjamin Weingarten	!Eatery	27.21	(7.21)	20.00
Meals	OT Meals	1/17/2013	8:35 PM	Benjamin Weingarten	Moonrock Diner	22.08	(2.08)	20.00
Meals	OT Meals	1/17/2013	8:11 PM	Karn Chopra	Bukhara (49th Street)	30.46	(10.46)	20.00
Meals	OT Meals	1/22/2013	9:45 PM	Ryan Kiely	Aki Sushii	25.74	(5.74)	20.00
Meals	OT Meals	1/23/2013	9:19 PM	Jonathan Mattern	!Savory	25.61	(5.61)	20.00
Meals	OT Meals	1/24/2013	8:19 PM	Benjamin Weingarten	!Whyrn; Restaurant	33.01	(13.01)	20.00
Meals	OT Meals	1/25/2013	9:28 PM	Benjamin Weingarten	Toasties (51st)	25.41	(5.41)	20.00
Meals	OT Meals	1/27/2013	8:56 PM	Benjamin Weingarten	Bann	33.59	(13.59)	20.00
Meals	OT Meals	1/28/2013	9:47 PM	Benjamin Weingarten	Ashiya Sushii 5	25.18	(5.18)	20.00
Meals	OT Meals	1/29/2013	8:41 PM	Benjamin Weingarten	!Whyrn; Restaurant	30.58	(10.58)	20.00
Meals	OT Meals	1/30/2013	9:25 PM	Jonathan Mattern	Hatsuhana	27.80	(7.80)	20.00
Meals	OT Meals	1/30/2013	8:40 PM	Benjamin Weingarten	!Eatery	34.38	(14.38)	20.00
Meals	OT Meals	1/30/2013	8:42 PM	Karn Chopra	!Eatery	30.96	(10.96)	20.00
Meals	OT Meals	1/31/2013	1:58 AM	Jonathan Mattern	Sherwood To Go	16.30	-	16.30
Meals	OT Meals	1/31/2013	8:02 PM	Jonathan Mattern	Ponche Taqueria	25.29	(5.29)	20.00
Communication & Other: Phone Bill	Communications - BB	12/3/2012		Ryan Kiely	Gogoair.Com	5.00		
Communication & Other: Phone Bill	Communications - BB	12/3/2012		Ryan Kiely	Gogoair.Com	10.83		
Communication & Other: Phone Bill	Communications - BB	1/22/2013		Karn Chopra	Gogoair.Com (internet on plane)	34.95		
Communication & Other: Phone Bill	Communications - BB	2/6/2013		Ryan Kiely	AT&T 1/2/13-2/1/13 - Long distance call	783.43		
Communication & Other: Conference Calls	Conference Calls	12/31/2012		ECI Conferencing	12/14 Conference Call	19.49		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/23 Conference Call	74.90		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/02 Conference Call	21.36		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/07 Conference Call	19.10		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/07 Conference Call	47.53		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/07 Conference Call	223.95		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/08 Conference Call	18.92		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/15 Conference Call	19.26		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/17 Conference Call	211.02		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/21 Conference Call	20.59		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/24 Conference Call	41.50		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/26 Conference Call	63.94		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/27 Conference Call	38.27		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/29 Conference Call	40.25		
Communication & Other: Conference Calls	Conference Calls	1/31/2013		ECI Conferencing	01/22 Conference Call	220.22		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
FEBRUARY 1, 2013 THROUGH FEBRUARY 28, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	1/11/2013	11:35 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	26.61		
Transportation	Taxi / Car service	1/18/2013	11:06 PM	Benjamin Weingarten	31 W 52 ST to 85 4 AVE	27.72		
Transportation	Taxi / Car service	1/28/2013	11:48 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/28/2013	10:55 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/30/2013	10:47 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/30/2013	12:09 AM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/30/2013	10:32 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/31/2013	1:09 AM	Jonathan Mattern	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	1/31/2013	9:48 PM	Karn Chopra	NYC Taxi Med 4170 09 Brooklyn	16.80		
Transportation	Taxi / Car service	2/1/2013	9:32 PM	Karn Chopra	NYC Taxi Med 6093 09 Long Island C	16.80		
Transportation	Taxi / Car service	2/4/2013	10:02 PM	Karn Chopra	Queens Medallion Lsn Long Island Cit	13.10		
Transportation	Taxi / Car service	2/5/2013	10:44 PM	Ryan Kiely	NYC Taxi Med 1132 09 East Elmhurst	12.00		
Transportation	Taxi / Car service	2/6/2013	10:18 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	16.00		
Transportation	Taxi / Car service	2/6/2013	9:30 PM	Karn Chopra	NYC Taxi Med 5117 09 Brooklyn	16.20		
Transportation	Taxi / Car service	2/7/2013	10:05 PM	Ryan Kiely	All Taxi Management Long Island Cit	12.50		
Transportation	Taxi / Car service	2/7/2013	10:59 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	2/7/2013	10:21 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	2/7/2013	9:35 PM	Karn Chopra	Bonga Cab Corp Bonga Port Jefferson	15.50		
Transportation	Taxi / Car service	2/8/2013	9:15 PM	Ryan Kiely	Astoria Taxi Leasing Long Island Cit	10.10		
Transportation	Taxi / Car service	2/8/2013	11:35 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	26.00		
Transportation	Taxi / Car service	2/8/2013	10:43 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	18.00		
Transportation	Taxi / Car service	2/8/2013	9:23 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	14.90		
Transportation	Taxi / Car service	2/11/2013	11:04 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	13.10		
Transportation	Taxi / Car service	2/11/2013	9:58 PM	Karn Chopra	Queens Medallion Lsn Long Island Cit	15.50		
Transportation	Taxi / Car service	2/12/2013	11:07 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	14.30		
Transportation	Taxi / Car service	2/12/2013	12:35 AM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	2/12/2013	10:01 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	2/12/2013	10:31 PM	Karn Chopra	All Taxi Management Long Island Cit	19.10		
Transportation	Taxi / Car service	2/14/2013	12:42 AM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	2/14/2013	11:55 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	35.00		
Transportation	Taxi / Car service	2/18/2013	10:35 PM	Ryan Kiely	Executive Owners Hol Long Island Cit	13.10		
Transportation	Taxi / Car service	2/19/2013	10:55 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	2/19/2013	9:46 PM	Karn Chopra	Bevat Cab Corp Beva C Brooklyn	8.90		
Transportation	Taxi / Car service	2/20/2013	10:45 PM	Ryan Kiely	Mohammad Shah Alam M Kew Gardens	8.30		
Transportation	Taxi / Car service	2/21/2013	11:27 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	26.00		
Transportation	Taxi / Car service	2/21/2013	9:14 PM	Karn Chopra	NYC Taxi Med 5m74 09 Long Island C	18.00		
Transportation	Taxi / Car service	2/22/2013	8:35 PM	Ryan Kiely	NYC Taxi Med 8y81 09 Jersey City	12.00		
Transportation	Taxi / Car service	2/25/2013	9:13 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	11.90		
Transportation	Taxi / Car service	2/26/2013	9:58 PM	Ryan Kiely	Ccrmt Managment Inc Long Island Cit	15.50		
Transportation	Taxi / Car service	2/28/2013	10:32 PM	Ryan Kiely	NYC Taxi Med 6b31 09 Brooklyn	10.20		
Transportation	Airfare	2/1/2013		Ryan Kiely	Gogoair.Com	10.83		
Transportation	Airfare	2/6/2013		Ryan Kiely	Ovation Travel Group fee for Coach class ticket	15.00		
Transportation	Airfare	2/20/2013		Karn Chopra	Ovation Travel Group fee for Coach class ticket	24.95		
Meals	Client Meals/Ent	1/30/2013		Marc Puntus	21 Club New York (Attendees: Marc Puntus, Karn Chopra, Tom Marano, Joe Pensabene)	80.41		
Meals	Client Meals/Ent	2/15/2013		Karn Chopra	Del Frisco Grille Of New York (Attendees: Marc Puntus, Karn Chopra, Ryan Kiely, Ben Weingarten, Jon Mattern, Tom Marano, Jim Whitlinger, Joe Pensabene, Patrick Fleming, Ross Zachary, Matthew Rosen, Gary Lee, Todd Geren, Lorenzo Marinuzzi, Samantha Martin, Nilene Evans, Jenn Marines, Erica Richards, Melissa Beck, Neeraj Kumar, Tanya Meerovich, Kamila Khairoullina)	659.58	(219.58)	440.00
Meals	OT Meals	2/12/2013	9:45 PM	Marc Puntus	Burger Heaven 878811 New York (Marc Puntus and Jon Mattern)	40.10		
Meals	OT Meals	2/4/2013	8:15 PM	Jonathan Mattern	Chop't Creative Salad Co. (51st & 6th)	22.63	(2.63)	20.00
Meals	OT Meals	2/4/2013	8:30 PM	Benjamin Weingarten	!Eatery	35.26	(15.26)	20.00
Meals	OT Meals	2/6/2013	8:56 PM	Benjamin Weingarten	!Eatery	34.38	(14.38)	20.00
Meals	OT Meals	2/7/2013	8:36 PM	Jonathan Mattern	!Savory	24.37	(4.37)	20.00
Meals	OT Meals	2/7/2013	8:09 PM	Benjamin Weingarten	!Whym? Restaurant	33.01	(13.01)	20.00
Meals	OT Meals	2/11/2013	9:35 PM	Jonathan Mattern	Hatsuhana	28.81	(8.81)	20.00
Meals	OT Meals	2/11/2013	9:38 PM	Benjamin Weingarten	Ashiya Sushi 5	25.74	(5.74)	20.00
Meals	OT Meals	2/11/2013	8:12 PM	Karn Chopra	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	2/12/2013	9:01 PM	Ryan Kiely	Aoki Japanese Restaurant	29.48	(9.48)	20.00
Meals	OT Meals	2/12/2013	8:31 PM	Benjamin Weingarten	Moonrock Diner	27.73	(7.73)	20.00
Meals	OT Meals	2/12/2013	8:20 PM	Karn Chopra	Aoki Japanese Restaurant	29.49	(9.49)	20.00
Meals	OT Meals	2/13/2013	8:51 PM	Jonathan Mattern	KITCHN (Kitchen)	30.57	(10.57)	20.00
Meals	OT Meals	2/13/2013	9:45 PM	Benjamin Weingarten	Shun Lee West	37.26	(17.26)	20.00
Meals	OT Meals	2/14/2013	8:31 PM	Jonathan Mattern	!Savory	27.05	(7.05)	20.00
Meals	OT Meals	2/14/2013	9:11 PM	Benjamin Weingarten	!Whym? Restaurant	33.01	(13.01)	20.00
Meals	OT Meals	2/19/2013	9:02 PM	Benjamin Weingarten	!Eatery	31.63	(11.63)	20.00
Meals	OT Meals	2/20/2013	9:37 PM	Benjamin Weingarten	!Eatery	25.28	(5.28)	20.00
Meals	OT Meals	2/21/2013	9:06 PM	Benjamin Weingarten	Aki Sushi (52nd Street)	24.31	(4.31)	20.00
Meals	OT Meals	2/26/2013	8:40 PM	Jonathan Mattern	!Savory Full	21.58	(1.58)	20.00
Meals	OT Meals	2/27/2013	8:40 PM	Jonathan Mattern	!Savory Full	21.58	(1.58)	20.00
Meals	OT Meals	2/27/2013	8:05 PM	Ryan Kiely	Chop't Creative Salad Co. (51st & 6th)	16.31	-	16.31
Meals	OT Meals	2/27/2013	9:10 PM	NYC Presentation Dept.	The Famous Chicken Place	20.88	(0.88)	20.00
Meals	OT Meals	2/28/2013	8:36 PM	Jonathan Mattern	Two Boots Hells Kitchen	28.97	(8.97)	20.00
Communication & Other: Other Expenses	Computer Services	2/22/2013		Karn Chopra	Gogoair.Com (internet on plane)	39.95		
Communication & Other: Phone Bill	Communications - BB	3/6/2013		Karn Chopra	Verizon phone bill (Overseas usage)	50.00		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
MARCH 1, 2013 THROUGH MARCH 31, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽²⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽³⁾	Revised Meal Expense	Less: Hotel Overage ⁽³⁾	Revised Hotel Expense
Transportation	Taxi / Car service	1/23/2013	11:53 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	27.72				
Transportation	Taxi / Car service	1/24/2013	11:59 PM	Ryan Kiely	344 3 AVE to 31 W 52 ST	83.16				
Transportation	Taxi / Car service	1/24/2013	10:42 PM	Benjamin Weingarten	31 W 52 ST to 184 LEXINGTON AVE	39.92				
Transportation	Taxi / Car service	2/22/2013	10:44 PM	Benjamin Weingarten	31 W 52 ST to E 11 ST	45.46				
Transportation	Taxi / Car service	3/1/2013	9:43 PM	Ryan Kiely	NYC Taxi Med 7y20 09 Long Island C	16.80				
Transportation	Taxi / Car service	3/2/2013	11:49 PM	Jonathan Mattern	NYC Taxi Med 8p14 09 Woodside	9.00				
Transportation	Taxi / Car service	3/4/2013	10:49 PM	Jonathan Mattern	My Fourth Cab Corp M Brooklyn	16.75				
Transportation	Taxi / Car service	3/5/2013	9:57 PM	Ryan Kiely	NYC Taxi Verifone NY Long Island Cit	16.10				
Transportation	Taxi / Car service	3/5/2013	11:52 PM	Jonathan Mattern	Uber Technologies Inc 866-576-1039	28.00				
Transportation	Taxi / Car service	3/5/2013	12:04 AM	Jonathan Mattern	All Taxi Management Long Island Cit	9.25				
Transportation	Taxi / Car service	3/9/2013	10:30 PM	Ryan Kiely	NYC Taxi 5m37 090016 Long Island C	11.00				
Transportation	Taxi / Car service	3/12/2013	12:12 AM	Ryan Kiely	NYC Taxi 9y91 090015 Woodside	13.20				
Transportation	Taxi / Car service	3/12/2013	9:56 PM	Ryan Kiely	White And Blue Group Long Island Cit	10.10				
Transportation	Taxi / Car service	3/13/2013	11:00 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	16.10				
Transportation	Taxi / Car service	3/13/2013	10:35 PM	Jonathan Mattern	Yellow Cab Slsjet Ma Long Island Cit	13.00				
Transportation	Taxi / Car service	3/15/2013	8:05 PM	Marc Puntus	NYC Taxi 1p94 090017 Astoria	16.38				
Transportation	Taxi / Car service	3/15/2013	9:34 PM	Karn Chopra	White And Blue Group Long Island Cit	10.10				
Transportation	Taxi / Car service	3/15/2013	10:14 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	14.30				
Transportation	Taxi / Car service	3/17/2013	11:45 PM	Ryan Kiely	White And Blue Group Long Island Cit	9.50				
Transportation	Taxi / Car service	3/19/2013	9:02 PM	Ryan Kiely	All Taxi Management Long Island Cit	11.30				
Transportation	Taxi / Car service	3/20/2013	9:36 PM	Karn Chopra	NYC-Taxi Verifone NY Long Island Cit	17.90				
Transportation	Taxi / Car service	3/20/2013	10:26 PM	Ryan Kiely	Yellow Cab Slsjet Ma Long Island Cit	12.50				
Transportation	Taxi / Car service	3/26/2013	9:37 PM	Ryan Kiely	Taxi Credit Card Cor Woodside	13.10				
Transportation	Taxi / Car service	3/27/2013	11:02 PM	Karn Chopra	NYC Taxi 3j18 090000 Long Island C	13.80				
Transportation	Taxi / Car service	3/28/2013	12:09 AM	Ryan Kiely	NYC Taxi 2v52 090009 Long Island C	13.80				
Transportation	Taxi / Car service	3/29/2013	11:57 PM	Ryan Kiely	S&R Medallion Corp S New York	15.50				
Transportation	Taxi / Car service	3/29/2013	10:22 PM	Ryan Kiely	NYC-Taxi Verifone NY Long Island Cit	14.30				
Transportation	Airfare	3/12/2013		Marc Puntus	Ovation Travel Group fee for Coach Class ticket	15.00				
Hotel	Hotel (Excl meals)	3/15/2013		Marc Puntus	London NYC 147314 - [1] night(s)	748.23			(248.23)	500.00
Meals	OT Meals	3/4/2013	8:53 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00		
Meals	OT Meals	3/6/2013	8:54 PM	Jonathan Mattern	!Savory	27.28	(7.28)	20.00		
Meals	OT Meals	3/7/2013	8:29 PM	Jonathan Mattern	Serafina at the Time Hotel	40.50	(20.50)	20.00		
Meals	OT Meals	3/11/2013	8:05 PM	Jonathan Mattern	!Savory	22.49	(2.49)	20.00		
Meals	OT Meals	3/12/2013	9:18 PM	Jonathan Mattern	Hatsuhana	33.20	(13.20)	20.00		
Meals	OT Meals	3/13/2013	8:31 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00		
Meals	OT Meals	3/14/2013	9:53 PM	Jonathan Mattern	Sherwood To Go	15.35	-	15.35		
Meals	OT Meals	3/22/2013	8:14 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	20.28	(0.28)	20.00		
Meals	OT Meals	3/24/2013	8:48 PM	Jonathan Mattern	Sherwood To Go	16.11	-	16.11		
Meals	OT Meals	3/29/2013	8:42 PM	Jonathan Mattern	Blue Dog Café - Midtown	25.62	(5.62)	20.00		
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/02 Conference Call	243.49				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/02 Conference Call	64.33				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/03 Conference Call	533.58				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/03 Conference Call	24.10				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/04 Conference Call	18.93				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/06 Conference Call	121.60				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/08 Conference Call	428.48				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/06 Conference Call	72.30				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/11 Conference Call	455.02				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/11 Conference Call	62.04				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/10 Conference Call	36.27				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/19 Conference Call	108.26				
Communication & Other: Conference Calls	Conference Calls	2/28/2013		ECI Conferencing	02/01 Conference Call	38.03				
Communication & Other: Conference Calls	Conference Calls	3/31/2013		ECI Conferencing	03/12 Conference Call	25.00				
Communication & Other: Conference Calls	Conference Calls	3/31/2013		ECI Conferencing	03/30 Conference Call	28.80				
Communication & Other: Conference Calls	Conference Calls	3/31/2013		ECI Conferencing	03/04 Conference Call	101.44				
Communication & Other: Other Expenses	Office Supplies	3/11/2013		Benjamin Weingarten	Staples- Flash drive for ResCap advisors	10.88				

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal.

(3) Represents hotel costs above \$500 / night.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
APRIL 1, 2013 THROUGH APRIL 30, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	3/30/2013	8:05 PM	Ryan Kiely	NYC Taxi 1y51 090007 Woodside	11.40		
Transportation	Taxi / Car service	4/4/2013	10:20 PM	Karn Chopra	NYC Taxi 8p69 090014 Long Island City	14.40		
Transportation	Taxi / Car service	4/4/2013	10:43 PM	Ryan Kiely	Corrmt Managment Inc Long Island City	14.30		
Transportation	Taxi / Car service	4/6/2013	10:38 PM	Ryan Kiely	NYC Taxi 1v87 090015 New York	16.80		
Transportation	Taxi / Car service	4/9/2013	10:35 PM	Ryan Kiely	All Taxi Management Long Island City	11.90		
Transportation	Taxi / Car service	4/9/2013	10:54 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	4/10/2013	9:27 PM	Karn Chopra	NYC Taxi 9k65 090001 Long Island City	13.80		
Transportation	Taxi / Car service	4/10/2013	9:14 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	16.00		
Transportation	Taxi / Car service	4/11/2013	10:29 PM	Ryan Kiely	D&j Management Of Qu Woodside	10.70		
Transportation	Taxi / Car service	4/15/2013	11:03 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	16.00		
Transportation	Taxi / Car service	4/17/2013	10:48 PM	Karn Chopra	NYC Taxi 5b34 090227 New York	12.60		
Transportation	Taxi / Car service	4/23/2013	12:01 AM	Karn Chopra	Binyamin Binyaminov Flushing	14.30		
Transportation	Taxi / Car service	4/23/2013	8:43 PM	Karn Chopra	NYC Taxi 8a20 090015 New York	15.60		
Transportation	Taxi / Car service	4/25/2013	10:23 PM	Karn Chopra	Jtl Management Inc J Long Island City	19.10		
Meals	OT Meals	3/4/2013	9:23 PM	NY Presentation Dept.	Wu Liang Ye	23.51	(3.51)	20.00
Meals	OT Meals	4/9/2013	8:13 PM	Benjamin Weingarten	'Eatery	28.02	(8.02)	20.00
Meals	OT Meals	4/10/2013	9:00 PM	Jonathan Mattern	'Savory	29.45	(9.45)	20.00
Meals	OT Meals	4/11/2013	8:31 PM	Benjamin Weingarten	'Whym; Restaurant	35.50	(15.50)	20.00
Meals	OT Meals	4/11/2013	8:44 PM	Jonathan Mattern	Little Thai Kitchen (53rd/2nd)	22.70	(2.70)	20.00
Meals	OT Meals	4/15/2013	9:34 PM	Benjamin Weingarten	Ashiya Sushi 5	22.69	(2.69)	20.00
Meals	OT Meals	4/16/2013	9:19 PM	Karn Chopra	Bombay Masala	25.62	(5.62)	20.00
Meals	OT Meals	4/24/2013	9:24 PM	Ryan Kiely	Claw (9th Avenue)	28.66	(8.66)	20.00
Meals	OT Meals	4/28/2013	8:11 PM	Karn Chopra	Toloache	23.81	(3.81)	20.00
Communication & Other: Conference Calls	Conference Calls	4/30/2013		ECT Conferencing	04/16 Conference Call	30.01		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 1, 2013 THROUGH MAY 31, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	5/2/2013	11:14 PM	Karn Chopra	Jd Management Inc J Long Island City	15.50		
Transportation	Taxi / Car service	5/6/2013	11:32 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	12.00		
Transportation	Taxi / Car service	5/8/2013	9:27 PM	Karn Chopra	NYC Taxi 4b70 090047 Brooklyn	15.60		
Transportation	Taxi / Car service	5/9/2013	10:32 PM	Karn Chopra	NYC Taxi 5m73 090116 Flushing	11.40		
Transportation	Taxi / Car service	5/13/2013	10:27 PM	Karn Chopra	NYC Taxi 7a95 090009 Long Island City	7.80		
Transportation	Taxi / Car service	5/14/2013	9:41 PM	Karn Chopra	NYC Taxi 6l10 090000 Brooklyn	16.20		
Transportation	Taxi / Car service	5/21/2013	9:32 PM	Ryan Kielty	NYC Taxi 1e12 090116 Flushing	13.20		
Meals	Client Meals/Ent	5/22/2013		Karn Chopra	Unsav Restaurant 881 New York (Attendees: Marc Puntus, Karn Chopra, Ryan Kielty, William Tyson, Michael Schoffelen)	66.44		
Meals	OT Meals	5/6/2013	8:12 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	27.04	(7.04)	20.00
Meals	OT Meals	5/7/2013	8:15 PM	Karn Chopra	I Bite Mediterranean	21.92	(1.92)	20.00
Meals	OT Meals	5/13/2013	8:28 PM	Ryan Kielty	!Eatery	34.81	(14.81)	20.00
Meals	OT Meals	5/13/2013	8:28 PM	Karn Chopra	!Eatery	34.82	(14.82)	20.00

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
JUNE 1, 2013 THROUGH JUNE 30, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	6/4/2013	9:09 PM	Karn Chopra	NYC Taxi 7j72 090017 Astoria	20.40		
Transportation	Taxi / Car service	6/6/2013	11:00 PM	Ryan Kielty	Uber Technologies In 866-576-1039	21.00		
Transportation	Taxi / Car service	6/7/2013	11:47 PM	Ryan Kielty	Uber Technologies In 866-576-1039	40.00		
Transportation	Taxi / Car service	6/10/2013	10:03 PM	Benjamin Weingarten	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	6/11/2013	11:26 PM	Jonathan Mattern	Uber Technologies In 866-576-1039	15.00		
Transportation	Taxi / Car service	6/11/2013	9:36 PM	Ryan Kielty	NYC-Taxi Verifone NY Long Island City	10.70		
Transportation	Taxi / Car service	6/12/2013	10:58 PM	Ryan Kielty	Light Source Inc Lig New York	17.30		
Transportation	Taxi / Car service	6/14/2013	9:06 PM	Karn Chopra	Jd Management Inc / Long Island City	14.30		
Transportation	Taxi / Car service	6/18/2013	10:04 PM	Ryan Kielty	Uber Technologies In 866-576-1039	22.00		
Transportation	Taxi / Car service	6/19/2013	10:57 PM	Ryan Kielty	All Taxi Management Long Island City	14.30		
Meals	OT Meals	6/4/2013	9:14 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	18.88	-	18.88
Meals	OT Meals	6/7/2013	8:43 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	19.39	-	19.39
Meals	OT Meals	6/10/2013	8:10 PM	Benjamin Weingarten	Sherwood To Go	20.36	(0.36)	20.00
Meals	OT Meals	6/10/2013	9:32 PM	Jonathan Mattern	'Savory	23.26	(3.26)	20.00
Meals	OT Meals	6/11/2013	8:19 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	26.01	(6.01)	20.00
Meals	OT Meals	6/17/2013	8:34 PM	Karn Chopra	Bukhara (49th Street)	35.44	(15.44)	20.00
Meals	OT Meals	6/19/2013	8:58 PM	Jonathan Mattern	Glaze Teriyaki Grill	20.07	(0.07)	20.00
Meals	OT Meals	6/26/2013	8:55 PM	Benjamin Weingarten	Moonrock Diner	17.12	-	17.12

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
JULY 1, 2013 THROUGH JULY 31, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽²⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽¹⁾	Revised Meal Expense
Transportation	Taxi / Car service	7/1/2013	10:47 PM	Karn Chopra	Otolizz Hacking Corp New York	14.30		
Transportation	Taxi / Car service	7/1/2013	10:17 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	17.00		
Transportation	Taxi / Car service	7/2/2013	10:45 PM	Karn Chopra	All Taxi Management Long Island City	8.30		
Transportation	Taxi / Car service	7/8/2013	11:04 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	16.00		
Transportation	Taxi / Car service	7/9/2013	9:34 PM	Karn Chopra	NYC Taxi 2j91 090001 Long Island City	12.60		
Transportation	Taxi / Car service	7/11/2013	11:33 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	18.00		
Transportation	Taxi / Car service	7/16/2013	10:32 PM	Karn Chopra	NYC Taxi Verifone NY Long Island City	14.90		
Transportation	Taxi / Car service	7/17/2013	11:01 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	16.00		
Transportation	Taxi / Car service	7/17/2013	10:08 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	19.00		
Transportation	Taxi / Car service	7/18/2013	10:30 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	24.00		
Transportation	Taxi / Car service	7/18/2013	10:41 PM	Karn Chopra	S&R Medallion Corp S New York	20.90		
Transportation	Taxi / Car service	7/19/2013	11:16 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	17.00		
Transportation	Taxi / Car service	7/22/2013	11:21 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	12.00		
Transportation	Taxi / Car service	7/23/2013	10:15 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	12.00		
Transportation	Taxi / Car service	7/24/2013	11:53 PM	Karn Chopra	NYC Taxi 6v56 090015 New York	21.60		
Transportation	Taxi / Car service	7/24/2013	11:06 PM	Ryan Kiely	NYC Taxi 1k28 090000 Long Island City	9.60		
Transportation	Taxi / Car service	7/25/2013	9:02 PM	Benjamin Weingarten	Ady*uber Technologie 866-576-1039	20.00		
Transportation	Taxi / Car service	7/26/2013	10:11 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	17.00		
Transportation	Taxi / Car service	7/30/2013	11:00 PM	Karn Chopra	Car with Ryan Kiely to offsite client meeting	150.92		
Transportation	Taxi / Car service	7/30/2013	6:00 PM	Karn Chopra	Car with Ryan Kiely from offsite client meeting	130.15		
Meals	In-House Meals	7/16/2013		NYC Reception	Blake & Todd Catering, for Meeting with UCC advisors (Attendees: Karn Chopra, Ryan Kiely, Mark Renzi, Landon Parsons, Barak Klein, Syed Hasan, Adam Waldman, Scott Tandberg, Mike Eisenberg, Stephen Zide, Greg Horowitz, Todd Goren, Stefan Engelhardt, Jamie Levitt)	63.67		
Meals	OT Meals	7/1/2013	8:28 PM	Karn Chopra	Obao	25.06	(5.06)	20.00
Meals	OT Meals	7/1/2013	8:28 PM	Ryan Kiely	Obao	25.05	(5.05)	20.00
Meals	OT Meals	7/8/2013	9:40 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	27.38	(7.38)	20.00
Meals	OT Meals	7/8/2013	8:38 PM	Benjamin Weingarten	!Whym; Restaurant	34.38	(14.38)	20.00
Meals	OT Meals	7/11/2013	8:44 PM	Benjamin Weingarten	Chop1 Creative Salad Co. (51st & 6th)	16.63	-	16.63
Meals	OT Meals	7/14/2013	8:14 PM	Jonathan Mattern	Saigon 48	19.61	-	19.61
Meals	OT Meals	7/16/2013	8:05 PM	Karn Chopra	!Eatery	35.71	(15.71)	20.00
Meals	OT Meals	7/16/2013	8:05 PM	Ryan Kiely	!Eatery	35.72	(15.72)	20.00
Meals	OT Meals	7/17/2013	9:00 PM	Benjamin Weingarten	!Whym; Restaurant	36.86	(16.86)	20.00
Meals	OT Meals	7/17/2013	8:21 PM	Ryan Kiely	Tolaoche	45.22	(25.22)	20.00
Meals	OT Meals	7/18/2013	9:29 PM	Ryan Kiely	Ashiya Sushi 5	25.74	(5.74)	20.00
Meals	OT Meals	7/22/2013	9:09 PM	Benjamin Weingarten	!Whym; Restaurant	37.98	(17.98)	20.00
Meals	OT Meals	7/22/2013	8:20 PM	Ryan Kiely	Akdeniz	29.23	(9.23)	20.00
Meals	OT Meals	7/23/2013	8:20 PM	Benjamin Weingarten	!Whym; Restaurant	31.68	(11.68)	20.00
Meals	OT Meals	7/24/2013	9:58 PM	Jonathan Mattern	Cafe Dike	29.26	(9.26)	20.00
Meals	OT Meals	7/26/2013	8:03 PM	Jonathan Mattern	Sherwood To Go	18.45	-	18.45
Meals	OT Meals	7/26/2013	8:53 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	34.42	(14.42)	20.00
Meals	OT Meals	7/29/2013	8:22 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Meals	OT Meals	7/29/2013	8:19 PM	Karn Chopra	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	7/29/2013	8:19 PM	Ryan Kiely	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	8/14/2013	8:24 PM	Karn Chopra	Bukhara (49th Street)	32.39	(12.39)	20.00
Meals	OT Meals	8/14/2013	8:24 PM	Ryan Kiely	Bukhara (49th Street)	32.39	(12.39)	20.00
Meals	OT Meals	8/20/2013	9:01 PM	Ryan Kiely	Jalapeno	36.56	(16.56)	20.00
Communication & Other: Conference Calls	Conference Calls	6/30/2013		ECI Conferencing	06/06 Conference Call	20.85		
Communication & Other: Conference Calls	Conference Calls	6/30/2013		ECI Conferencing	06/07 Conference Call	40.89		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/02 Conference Call	37.33		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/22 Conference Call	37.60		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/25 Conference Call	22.56		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/25 Conference Call	130.84		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/22 Conference Call	19.07		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/22 Conference Call	66.40		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/24 Conference Call	23.23		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/24 Conference Call	18.75		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/25 Conference Call	37.59		
Communication & Other: Conference Calls	Conference Calls	7/31/2013		ECI Conferencing	07/31 Conference Call	22.83		
Communication & Other: Other Expenses	Other Expenses	7/30/2013		Global Relay Communi	Email Production for Discovery Purposes	500.00		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
AUGUST 1, 2013 THROUGH AUGUST 31, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	8/13/2013	12:12 AM	Jonathan Mattern	NYC Taxi 7x20 090015 Bronx	16.00		
Transportation	Taxi / Car service	8/14/2013	1:20 AM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	18.00		
Transportation	Taxi / Car service	8/15/2013	12:51 AM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	18.00		
Transportation	Taxi / Car service	8/20/2013	10:26 PM	Jonathan Mattern	NYC-Taxi Verifone NY Long Island City	13.70		
Transportation	Taxi / Car service	8/21/2013	11:12 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	17.00		
Transportation	Taxi / Car service	8/22/2013	11:39 PM	Jonathan Mattern	Jaime F. Serrano Jai Elmhurst	12.38		
Meals	OT Meals	8/20/2013	9:00 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	29.53	(9.53)	20.00
Meals	OT Meals	8/21/2013	8:43 PM	Jonathan Mattern	Glaze Teriyaki Grill	21.02	(1.02)	20.00
Meals	OT Meals	8/22/2013	8:12 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Meals	OT Meals	8/27/2013	8:08 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Street	26.61	(6.61)	20.00
Meals	OT Meals	8/28/2013	8:30 PM	Jonathan Mattern	Glaze Teriyaki Grill	21.02	(1.02)	20.00
Meals	OT Meals	8/29/2013	8:31 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Communication & Other: Conference Calls	Conference Calls	8/31/2013		ECI Conferencing	08/09 Conference Call: 6 lines	28.79		
Communication & Other: Conference Calls	Conference Calls	8/31/2013		ECI Conferencing	08/23 Conference Call: 1 lines	20.64		
Communication & Other: Conference Calls	Conference Calls	8/31/2013		ECI Conferencing	08/23 Conference Call: 7 lines	203.67		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
SEPTEMBER 1, 2013 THROUGH SEPTEMBER 30, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	9/4/2013	10:07 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	18.00		
Transportation	Taxi / Car service	9/7/2013	11:28 PM	Ryan Kiely	All Taxi Management Long Island City	16.75		
Transportation	Taxi / Car service	9/9/2013	10:19 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	19.00		
Transportation	Taxi / Car service	9/10/2013	10:15 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	20.00		
Transportation	Taxi / Car service	9/11/2013	9:38 PM	Ryan Kiely	NYC Taxi 1v70 090122 Long Island City	13.75		
Transportation	Taxi / Car service	9/12/2013	11:49 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	14.00		
Transportation	Taxi / Car service	9/14/2013	10:25 PM	Ryan Kiely	NYC Interboro Manage Long Island City	11.30		
Transportation	Taxi / Car service	9/16/2013	11:46 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	21.00		
Transportation	Taxi / Car service	9/18/2013	10:29 PM	Jonathan Mattern	Taxi Credit Card Cor Woodside	12.38		
Transportation	Taxi / Car service	9/20/2013	10:32 PM	Jonathan Mattern	Aly A. Zayed Aly Zay Astoria	12.38		
Transportation	Taxi / Car service	9/25/2013	11:52 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	14.00		
Transportation	Taxi / Car service	9/27/2013	9:43 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	14.00		
Transportation	Taxi / Car service	9/28/2013	11:46 PM	Jonathan Mattern	NYC Taxi 3m46 090116 Flushing	12.60		
Transportation	Taxi / Car service	9/28/2013	10:46 PM	Ryan Kiely	NYC Taxi 5d13 090001 Brooklyn	14.40		
Transportation	Taxi / Car service	9/28/2013	12:22 AM	Ryan Kiely	NYC Taxi 7k19 090003 New York	13.80		
Meals	In-House Meals	9/3/2013		Lisa Mcdonald	Sherwood To Go Catering. Lunch for Meeting (Attendees: Karn Chopra, Jamie Levitt, Todd Goren, Stefam Engelhardt, Gregory Horowitz, Samantha Martin)	57.78		
Meals	OT Meals	9/3/2013	8:17 PM	Karn Chopra	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	9/3/2013	8:17 PM	Ryan Kiely	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	9/9/2013	8:27 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Meals	OT Meals	9/12/2013	9:10 PM	Jonathan Mattern	!Savory	34.33	(14.33)	20.00
Meals	OT Meals	9/16/2013	8:52 PM	Jonathan Mattern	!Savory	34.33	(14.33)	20.00
Meals	OT Meals	9/16/2013	8:34 PM	Ryan Kiely	Aoki Japanese Restaurant	29.35	(9.35)	20.00
Meals	OT Meals	9/24/2013	8:17 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Meals	OT Meals	9/25/2013	9:01 PM	Jonathan Mattern	Glaze Teriyaki Grill	20.46	(0.46)	20.00
Meals	OT Meals	9/26/2013	9:36 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Meals	OT Meals	9/27/2013	8:10 PM	Jonathan Mattern	!Eatery	22.02	(2.02)	20.00
Meals	OT Meals	9/30/2013	8:46 PM	Jonathan Mattern	!Savory	23.26	(3.26)	20.00
Communication & Other: Conference Calls	Conference Calls	9/30/2013		ECI Conferencing	09/05 Conference Call: 5 lines	107.25		
Communication & Other: Conference Calls	Conference Calls	9/30/2013		ECI Conferencing	09/10 Conference Call: 1 lines	19.11		
Communication & Other: Conference Calls	Conference Calls	9/30/2013		ECI Conferencing	09/10 Conference Call: 1 lines	19.12		
Communication & Other: Conference Calls	Conference Calls	9/30/2013		ECI Conferencing	09/11 Conference Call: 12 lines	225.58		
Communication & Other: Conference Calls	Conference Calls	9/30/2013		ECI Conferencing	09/18 Conference Call: 11 lines	141.98		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.

(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	7/29/2013	12:57 AM	Jonathan Mattern	NYC Taxi 2b11 090043 Long Island C	12.00		
Transportation	Taxi / Car service	7/30/2013	9:22 PM	Marc Puntus	Car to offsite client meeting	100.57		
Transportation	Taxi / Car service	7/30/2013	11:19 PM	Jonathan Mattern	NYC Taxi 3t10 090170 New York	11.00		
Transportation	Taxi / Car service	9/30/2013	11:35 PM	Jonathan Mattern	NYC Taxi 7g83 090007 Woodside	13.50		
Transportation	Taxi / Car service	10/3/2013	11:47 PM	Jonathan Mattern	NYC Taxi 2h32 090118 Long Island C	13.10		
Transportation	Taxi / Car service	10/5/2013	2:13 AM	Jonathan Mattern	NYC Taxi 9c86 090001 Long Island	14.35		
Transportation	Taxi / Car service	10/6/2013	1:37 AM	Jonathan Mattern	White And Blue Group Long Island Cit	18.00		
Transportation	Taxi / Car service	10/7/2013	12:42 AM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	15.00		
Transportation	Taxi / Car service	10/7/2013	11:07 PM	Jonathan Mattern	Ady*uber Technologie 866-576-1039	15.00		
Transportation	Taxi / Car service	10/9/2013	11:06 PM	Jonathan Mattern	NYC Taxi 6v39 090015 Woodside	11.40		
Transportation	Taxi / Car service	10/10/2013	10:39 PM	Ryan Kiely	NYC Taxi Verifone NY Long Island Cit	15.50		
Transportation	Taxi / Car service	10/12/2013	12:01 AM	Ryan Kiely	NYC Taxi 3y80 090001 Long Island C	18.00		
Transportation	Taxi / Car service	10/12/2013	9:55 PM	Ryan Kiely	NYC Taxi Group Inc-1 Brooklyn	19.75		
Transportation	Taxi / Car service	10/14/2013	11:35 PM	Karn Chopra	Car from Kramer Levin (meeting to prepare for trial) to home in Larchmont, NY	155.09		
Transportation	Taxi / Car service	10/22/2013	11:49 PM	Jonathan Mattern	NYC Taxi 7v44 090015 Bronx	12.50		
Transportation	Taxi / Car service	10/23/2013	11:30 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	18.00		
Transportation	Taxi / Car service	10/24/2013	11:51 PM	Ryan Kiely	Ady*uber Technologie 866-576-1039	27.00		
Meals	OT Meals	8/1/2013	8:30 PM	Jonathan Mattern	!Savory	21.02	(1.02)	
Meals	OT Meals	8/3/2013	8:02 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Stree	26.61	(6.61)	
Meals	OT Meals	8/9/2013	8:13 PM	Jonathan Mattern	Sherwood To Go	24.87	(4.87)	
Meals	OT Meals	8/13/2013	8:07 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Stree	26.61	(6.61)	
Meals	OT Meals	8/14/2013	1:01 AM	Jonathan Mattern	Sherwood To Go	13.49	-	
Meals	OT Meals	8/14/2013	8:16 PM	Jonathan Mattern	!Savory	23.26	(3.26)	
Meals	OT Meals	8/15/2013	8:20 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Stree	29.53	(9.53)	
Meals	OT Meals	8/16/2013	8:53 PM	Jonathan Mattern	!Savory Full	21.58	(1.58)	
Meals	OT Meals	10/1/2013	9:14 PM	Jonathan Mattern	Cafe Duke	23.18	(3.18)	
Meals	OT Meals	10/1/2013	8:30 PM	Ryan Kiely	Aoki Japanese Restaurant	29.35	(9.35)	
Meals	OT Meals	10/2/2013	8:46 PM	Karn Chopra	Bukhara (49th Street)	32.39	(12.39)	
Meals	OT Meals	10/2/2013	8:46 PM	Ryan Kiely	Bukhara (49th Street)	32.39	(12.39)	
Meals	OT Meals	10/3/2013	9:02 PM	Jonathan Mattern	!Savory	23.26	(3.26)	
Meals	OT Meals	10/4/2013	8:34 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Stree	29.53	(9.53)	
Meals	OT Meals	10/6/2013	9:57 PM	Jonathan Mattern	!Eatery	19.80	-	
Meals	OT Meals	10/7/2013	8:25 PM	Jonathan Mattern	Hatsuhana	36.56	(16.56)	
Meals	OT Meals	10/7/2013	8:25 PM	Karn Chopra	Hatsuhana	36.55	(16.55)	
Meals	OT Meals	10/7/2013	8:25 PM	Ryan Kiely	Hatsuhana	36.55	(16.55)	
Meals	OT Meals	10/8/2013	8:41 PM	Jonathan Mattern	!Savory	34.33	(14.33)	
Meals	OT Meals	10/8/2013	9:21 PM	Ryan Kiely	Akdeniz	29.23	(9.23)	
Meals	OT Meals	10/9/2013	8:49 PM	Jonathan Mattern	Natureworks (55th St)	23.77	(3.77)	
Meals	OT Meals	10/10/2013	9:57 PM	Jonathan Mattern	!Savory	23.26	(3.26)	
Meals	OT Meals	10/21/2013	8:19 PM	Jonathan Mattern	!Savory	23.26	(3.26)	
Meals	OT Meals	10/22/2013	9:26 PM	Jonathan Mattern	!Savory	23.26	(3.26)	
Meals	OT Meals	10/23/2013	8:33 PM	Jonathan Mattern	Dig Inn Seasonal Market - 55th Stree	29.53	(9.53)	
Meals	OT Meals	10/23/2013	9:20 PM	Ryan Kiely	Natureworks (55th St)	24.15	(4.15)	
Meals	OT Meals	10/30/2013	8:33 PM	Karn Chopra	Dig Inn Seasonal Market - 55th Stree	18.96	-	
Meals	OT Meals	10/30/2013	8:33 PM	Ryan Kiely	Dig Inn Seasonal Market - 55th Stree	18.95	-	

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	10/30/2013	10:19 PM	Karn Chopra	NYC Taxi 9668 090116 Flushing	14.40		
Transportation	Taxi / Car service	11/4/2013	10:03 PM	Karn Chopra	31 W 52 ST 7 to 103 EDGEWOOD AVE LA	125.02		
Transportation	Taxi / Car service	11/11/2013	11:02 PM	Ryan Kielty	Ady*uber Technologie 866-576-1039	19.00		
Transportation	Taxi / Car service	11/12/2013	11:55 PM	Jonathan Mattern	NYC Taxi 9148 090015 New York	13.12		
Transportation	Taxi / Car service	11/13/2013	11:41 PM	Jonathan Mattern	White And Blue Group Lic	12.38		
Transportation	Taxi / Car service	11/13/2013	9:20 PM	Karn Chopra	Ady*uber Technologie 866-576-1039	79.00		
Transportation	Taxi / Car service	11/13/2013	9:11 PM	Ryan Kielty	Ady*uber Technologie 866-576-1039	40.00		
Transportation	Taxi / Car service	11/15/2013	11:22 PM	Ryan Kielty	Ady*uber Technologie 866-576-1039	28.00		
Transportation	Taxi / Car service	11/19/2013	10:52 PM	Jonathan Mattern	Fa Management Fa Man New York	12.38		
Transportation	Taxi / Car service	11/23/2013	12:46 AM	Ryan Kielty	NYC Taxi - Verifone Long Islnd Cti	10.25		
Transportation	Taxi / Car service	11/23/2013	8:42 PM	Ryan Kielty	NYC Taxi - Verifone Long Islnd Cti	10.10		
Meals	OT Meals	11/4/2013	8:32 PM	Karn Chopra	Bukhara (49th Street)	34.33	(14.33)	20.00
Meals	OT Meals	11/12/2013	8:27 PM	Jonathan Mattern	!Savory	33.81	(13.81)	20.00
Meals	OT Meals	11/13/2013	9:25 PM	Jonathan Mattern	Hatsuhana	29.93	(9.93)	20.00
Meals	OT Meals	11/13/2013	8:16 PM	Karn Chopra	Bukhara (49th Street)	28.83	(8.83)	20.00
Meals	OT Meals	11/19/2013	8:25 PM	Jonathan Mattern	Sherwood To Go	27.22	(7.22)	20.00
Communication & Other: Conference Calls	Conference Calls	11/18/2013		Karn Chopra	Ccall Id#5918942 - Fee to dial in to conference call	79.00		
Communication & Other: Conference Calls	Conference Calls	10/31/2013		ECI Conferencing	10/06 Conference Call: 4 lines	37.77		
Communication & Other: Conference Calls	Conference Calls	10/31/2013		ECI Conferencing	10/06 Conference Call: 11 lines	486.03		
Communication & Other: Other Expenses	Prof Fees Other Acc	8/28/2013		Ernst & Young	Tax research related to OID issue in JSN litigation	530.00		
Communication & Other: Other Expenses	Prof Fees Other Acc	11/25/2013		Ernst & Young	Research related to MSR valuation, amortization and tax basis for JSN litigation	3,405.00		

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal.

DETAIL OF EXPENSES INCURRED BY CENTERVIEW PARTNERS LLC
ON BEHALF OF THE DEBTORS FOR THE PERIOD
DECEMBER 1, 2013 THROUGH DECEMBER 17, 2013

Expense Category	Expense Type	Date Expense Incurred ⁽¹⁾	Time Expense Incurred ⁽¹⁾	Vendor / Employee Name	Description	Expenses	Less: Meal Overage ⁽²⁾	Revised Meal Expense
Transportation	Taxi / Car service	12/6/2013	10:37 PM	Ryan Kielty	Taxi Credit Card Cor Woodside	12.50		
Transportation	Taxi / Car service	12/7/2013	9:54 PM	Ryan Kielty	Ady*uber Technologie 866-576-1039	15.00		
Meals	OT Meals	12/5/2013	8:10 PM	Ryan Kielty	Natureworks (55th St)	13.32	-	13.32
Meals	OT Meals	12/11/2013	8:36 PM	Jonathan Mattern	Savory	23.26	(3.26)	20.00

(1) Due to Centerview expense tracking systems, certain expenses incurred in a specified month are not recorded until the following month.
(2) Represents overtime meal cost above \$20.00 per meal.

EXHIBIT J

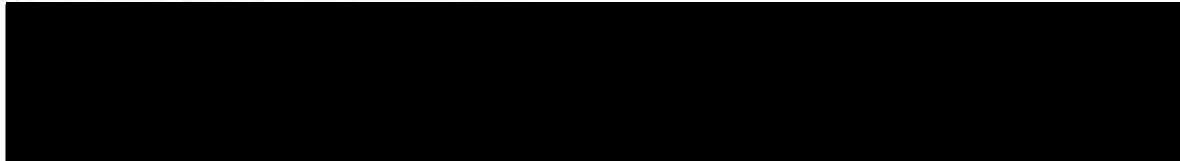
**ADDITIONAL INVOICE SUPPORT FOR EXPENSES INCURRED BY CENTERVIEW
PARTNERS LLC ON BEHALF OF THE DEBTORS DURING THE PERIOD
MAY 14, 2012 THROUGH DECEMBER 17, 2013**



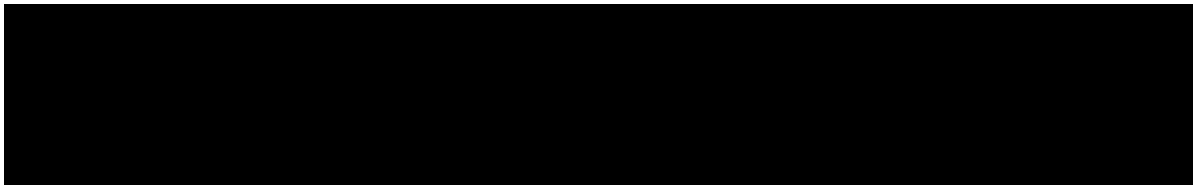
Invoice Number: [REDACTED]
28-Aug-13

On Call Fee Analysis
Centerview Advisory Partners Holdings LLC
June 29, 2013 through August 2, 2013

<i>Centerview Contact</i>	<i>Date</i>	<i>Description of Work</i>	<i>E&Y Contact</i>	<i>Total Fees</i>
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Kielty, Ryan 429-2322	26-Jul-2013	Project Bounce: Accretion of OID on debt instrument for tax purposes	Madsen	530
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Invoice Number: [REDACTED]
25-Nov-13

On Call Fee Analysis
Centerview Advisory Partners Holdings LLC
September 28, 2013 through November 1, 2013

<i>Centerview Contact</i>	<i>Date</i>	<i>Description of Work</i>	<i>E&Y Contact</i>	<i>Total Fees</i>
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[REDACTED]				
Kiely, Ryan	01-Oct-2013	Valuation of mortgage servicing platform; research and call on	Levy	\$3,405
	02-Oct-2013	amortization; recovery period of mortgage servicing rights tax basis	Smith	
	03-Oct-2013		Finn	

Garlock
Jacobs

[REDACTED]				
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